

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

SYMPHONY EVOLUTION, INC.
7361 Calhoun Place
Suite 325
Rockville, Maryland 20850

Plaintiff,

v.

HON. DAVID KAPPOS, in his official capacity
as Under Secretary of Commerce for Intellectual
Property and Director of the United States Patent
and Trademark Office
Office of General Counsel,
United States Patent and Trademark Office
P.O. Box 15667, Arlington, Virginia 22215
Madison Building East, Room 10B20,
600 Dulany Street, Alexandria, Virginia 22314,

Defendant.

Case: 1:10-cv-00938
Assigned To : Walton, Reggie B.
Assign. Date : 6/7/2010
Description: Admn. Agency Review

Jury Trial Demanded

COMPLAINT

Plaintiff Symphony Evolution, Inc. ("Symphony"), for its complaint against the Honorable David Kappos, states as follows:

NATURE OF THE ACTION

1. This is an action by the assignee of United States Patent No. 7,629,341 ("the '341 patent") seeking judgment, pursuant to 35 U.S.C. § 154(b)(4)(A), that the patent term adjustment for the '341 patent be changed from 506 days to 940 days.

2. This action arises under 35 U.S.C. § 154 and the Administrative Procedure Act, 5 U.S.C. §§ 701-706.

THE PARTIES

3. Plaintiff Symphony is a privately held corporation organized under the laws of Delaware, having a principal place of business at 7361 Calhoun Place, Suite 325, Rockville, Maryland 20850. Symphony is a biopharmaceutical company formed to collaborate with Exelixis, Inc. on the clinical development of various clinical stage programs targeting anti-cancer agents and diabetic nephropathy.

4. Defendant David Kappos is the Under Secretary of Commerce for Intellectual Property and the Director of the United States Patent and Trademark Office (“USPTO”), acting in his official capacity. The Director, as the titular head of the USPTO, is responsible for superintending or performing all duties required by law with respect to the granting and issuing of patents, and is designated by statute as the official responsible for determining the period of patent term adjustments under 35 U.S.C. § 154.

JURISDICTION AND VENUE

5. This Court has jurisdiction to hear this action and is authorized to issue the relief sought pursuant to 28 U.S.C. §§ 1331, 1338(a) and 1361, 35 U.S.C. § 154(b)(4)(A) and 5 U.S.C. §§ 701-706.

6. Venue is proper in this district by virtue of 35 U.S.C. § 154(b)(4)(A).

7. This Complaint is timely filed in accordance with 35 U.S.C. § 154(b)(4)(A) and Federal Rule of Civil Procedure 6(a)(3).

BACKGROUND

8. Lynne Canne Bannen, Erick W. Co, Vasu Jammalamadaka, John M. Nuss, Moon Hwan Kim, Donna Tra Le, Amy Lew, Shumeye Mamo, Zhaoyang Wen, and Wei Xu are the inventors of patent application number 10/518,110 (“the ‘110 application”), entitled “Human

ADAM-10 Inhibitors,” which issued as the '341 patent. The '341 patent concerns compounds which are useful in the in vitro study of the role of ADAM-10 in biological processes. The '341 patent is attached hereto as Exhibit A.

9. Plaintiff Symphony is the assignee of the '341 patent, as evidenced by records in the USPTO, and is the real party in interest in this case.

10. 35 U.S.C. § 154 requires that the Director of the USPTO grant a patent term adjustment in accordance with the provisions of section 154(b). Specifically, 35 U.S.C § 154(b)(3)(D) states that “[t]he Director shall proceed to grant the patent after completion of the Director’s determination of a patent term adjustment under the procedures established under this subsection, notwithstanding any appeal taken by the applicant of such determination.”

11. In calculating the patent term adjustment, the Director has to take into account USPTO delays under 35 U.S.C. § 154(b)(1), any overlapping periods in the USPTO delays under 35 U.S.C. § 154(b)(2)(A), and any applicant delays under 35 U.S.C. § 154(b)(2)(C).

12. Under 35 U.S.C. § 154(b)(4)(A), “[a]n applicant dissatisfied with a determination made by the Director under paragraph (3) shall have remedy by a civil action against the Director filed in the United States District Court for the District of Columbia within 180 days after the grant of the patent. Chapter 7 of title 5 shall apply to such action.” Accordingly, this Complaint is being filed within 180 days after grant of the '341 patent.

CLAIM FOR RELIEF

~~13. The allegations of paragraphs 1-12 are incorporated in this claim for relief as if~~
fully set forth herein.

14. The '110 application is a national stage filing of International Application PCT/US03/18262, which claims priority to U.S. Provisional Application No. 60/388,326.

Under 35 U.S.C. § 371(b), the U.S. national stage for the '110 application commenced on June 6, 2005, thirty months after the claimed priority date of December 6, 2002 for the parent PCT application. The 35 U.S.C § 371(c) completion date of the '110 application is October 26, 2005. The '110 application issued as the '341 patent on December 8, 2009.

15. The patent term adjustment for the '341 patent, as determined by the Defendant under 35 U.S.C. § 154(b) and listed on the face of the '341 patent, is 506 days. (*See* Ex. A at 1).

16. The determination of the 506-day patent term adjustment is in error. The patentees submit that they are actually entitled to 940 days of patent term adjustment.

17. Pursuant to 35 U.S.C. § 154(b)(1)(B), the USPTO failed to properly account for the period of time between the date that was three years after the actual filing date of the '110 application and the date that the '110 application issued as the '341 patent.

18. The USPTO also neglected to properly account for a delay of 40 days by the applicants in responding to a Notice of Missing Requirements.

19. Under 35 U.S.C. § 154(b)(1)(A), the plaintiff is entitled to a 604-day “A Delay” adjustment to the term of the '341 patent, which is the number of days attributable to USPTO examination delay (“A Delay”). The USPTO issued the first communication on August 21, 2008, which was 14 months plus 604 days after the 35 U.S.C. § 371(c) completed filing date of the application.

20. Under 35 U.S.C. § 154(b)(1)(B), the plaintiff is entitled to a 550-day “B Delay” adjustment to the term of the '341 patent, which is the number of days by which the issue date of the '341 patent exceeds three years from the national phase commencement or initial filing date of the application. The period of delay runs from June 7, 2008 (the day after the date that was

three years after the commencement date of the '110 application) until December 8, 2009 (the date the '341 patent issued), which is a period of 550 days

21. Section 35 U.S.C. § 154(b)(2)(A) states that “to the extent . . . periods of delay attributable to grounds specified in paragraph [154(b)(1)] overlap, the period of any adjustment granted under this subsection shall not exceed the actual number of days the issuance of the patent was delayed.”

22. The Federal Circuit, in *Wyeth v. Kappos*, 591 F.3d 1364 (Fed. Cir. 2010), affirmed this Court’s opinion in *Wyeth v. Dudas*, 580 F. Supp. 2d 138 (D.D.C. Sept. 30, 2008), explaining the proper method for calculating patent term adjustments under 35 U.S.C. § 154(b).

23. Under the Federal Circuit’s decision in *Kappos*, the “A Delay” and “B Delay” overlap only if they occur on the same calendar day or days. *Id.*, 591 F.3d at 1369-70.

24. Under *Kappos*, the plaintiff is entitled to a patent term adjustment of both the “A Delay” of 604 days and the “B Delay” of 550 days, minus any overlap that occurs on the same calendar days, and, according to 35 U.S.C. § 154(b)(2)(C), minus any period of applicant delay.

25. There are 76 calendar days of overlap between the “A Delay” and the “B Delay.” The overlap of 76 days occurs during the period from June 7, 2008, the date that was three years after the commencement date of the '110 application, until August 21, 2008, the date the first Office Action was mailed.

26. Therefore, the total period of USPTO delay is 1078 days, which is the sum of the period of “A Delay” (604 days) and the period of “B Delay” (550 days) minus the overlap between the “A Delay” and the “B Delay” (76 days).

27. Under 35 U.S.C. § 154(b)(2)(C), the total period of USPTO delay is reduced by the period of applicant delay.

28. During prosecution of the '110 application, the applicants responded to a USPTO Notice of Missing Requirements mailed June 16, 2005 three months and 40 days after it was mailed, resulting in 40 days of applicant delay. 37 CFR § 1.704(b).

29. During prosecution of the '110 application, the applicants filed a response to an Office Action mailed August 21, 2008, but the response had an omission. The original response was filed on September 17, 2008 and the corrected response was filed on November 21, 2008, resulting in 65 days of applicant delay. 37 CFR § 1.704(c)(7).

30. During prosecution of the '110 application, after filing their corrected November 21, 2008 response, applicants filed an Information Disclosure Statement on December 9, 2008, resulting in 18 days of applicant delay. 37 CFR § 1.704(c)(8).

31. During prosecution of the '110 application, the applicants filed an Amendment under USPTO Rule 312 on October 22, 2009, to which the Office responded on November 5, 2009, resulting in 15 days of applicant delay. 37 CFR § 1.704(c)(10).

32. Therefore, the total period of applicant delay is $40 + 65 + 18 + 15 = 138$ days.

33. Accordingly, the correct patent term adjustment under 35 U.S.C. § 154 is 940 days, which is the difference between the total period of USPTO delay (1078 days) and the period of applicant delay (138 days).

34. On February 28, 2010, the patentee timely filed with the USPTO a Petition for Reconsideration of Patent Term Adjustment Filed Under 37 CFR § 1.705(d) ("Request for Reconsideration") for the '341 patent, requesting that the patentee be granted a corrected final patent term adjustment of 940 days.

35. The Request for Reconsideration is still pending before the USPTO.

36. The Defendant's imposition of only 506 days of patent term adjustment for the '341 patent is arbitrary, capricious, an abuse of discretion, or otherwise not in accordance with the law and in excess of statutory jurisdiction, authority or limitation.

WHEREFORE, Plaintiff respectfully prays that this Court:

A. Issue an Order changing the period of patent term adjustment for United States Patent No. 7,629,341 from 506 days to 940 days and requiring Defendant to alter the term of the '341 patent to reflect the 940-day patent term adjustment; and

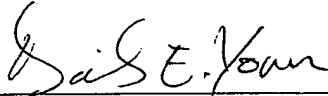
B. Grant such other and further relief as the nature of the case may admit or require and as may be just and equitable.

JURY DEMAND

Plaintiff demands a jury trial on all issues so triable.

Respectfully submitted,

STERNE, KESSLER GOLDSTEIN & FOX
P.L.L.C.

/s/ 

Daniel E. Yonan (Bar No. 473390)
Sterne, Kessler, Goldstein & Fox P.L.L.C.
1100 New York Avenue
Washington, D.C. 20005
Telephone: 202-772-8899
Facsimile: 202-371-2540
Email: dyonan@skgf.com
Attorneys for Plaintiff

Dated: June 7, 2010

OF COUNSEL:

~~Michael S. Greenfield~~
Jeremy E. Noe
Kurt W. Rohde
McDONNELL BOEHNEN HULBERT & BERGHOFF LLP
300 South Wacker Drive
Chicago, Illinois 60606
(312) 913-0001
Attorneys for Plaintiff

EXHIBIT A



US007629341B2

(12) **United States Patent**
Bannen et al.

(10) **Patent No.:** **US 7,629,341 B2**
(45) **Date of Patent:** **Dec. 8, 2009**

(54) **HUMAN ADAM-10 INHIBITORS**

(75) **Inventors:** **Lynne Canne Bannen**, Pacifica, CA (US); **Erick W. Co**, Redwood City, CA (US); **Vasu Jammalamadaka**, Pleasanton, CA (US); **John M. Nuss**, Danville, CA (US); **Moon Hwan Kim**, Palo Alto, CA (US); **Donna Tra Le**, San Jose, CA (US); **Amy Lew**, Milpitas, CA (US); **Shumeye Mamo**, Berkeley, CA (US); **Zhaoyang Wen**, San Francisco, CA (US); **Wei Xu**, Danville, CA (US)

(73) **Assignee:** **Symphony Evolution, Inc.**, Rockville, MD (US)

(*) **Notice:** Subject to any disclaimer, the term of this patent is extended or adjusted under 35 U.S.C. 154(b) by 506 days.

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(21) **Appl. No.:** **10/518,110**

(Continued)

(22) **PCT Filed:** **Jun. 11, 2003**

FOREIGN PATENT DOCUMENTS

(86) **PCT No.:** **PCT/US03/18262**

§ 371 (c)(1),
(2), (4) **Date:** **Oct. 26, 2005**

(87) **PCT Pub. No.:** **WO03/106381**

PCT Pub. Date: **Dec. 24, 2003**

(65) **Prior Publication Data**

US 2006/0199820 A1 Sep. 7, 2006

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WO	WO 98/08825	3/1998
WO	WO9808825	3/1998

(Continued)

(51) **Int. Cl.**

C07D 213/10 (2006.01)
C07D 401/06 (2006.01)
C07D 401/12 (2006.01)
C07D 241/04 (2006.01)
A61K 31/495 (2006.01)
A61K 31/496 (2006.01)
A61K 31/5377 (2006.01)

(52) **U.S. Cl.** **514/235.8; 514/252.11;**
514/252.14; 514/253.02; 514/253.11; 544/121;
544/336; 544/357

(58) **Field of Classification Search** **None**
See application file for complete search history.

(56) **References Cited**

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5,861,510	A	1/1999	Piscopio et al.
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6,166,005	A	12/2000	De et al.
6,225,311	B1	5/2001	Levin et al.
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Primary Examiner—Fiona T Powers

(74) *Attorney, Agent, or Firm*—McDonnell Boehnen Hulbert & Berghoff LLP

(57) **ABSTRACT**

The present invention provides compounds useful for inhibiting the ADAM-10 protein, with selectivity versus MMP-1. Such compounds are useful in the in vitro study of the role of ADAM-10 (and its inhibition) in biological processes. The present invention also comprises pharmaceutical compositions comprising one or more ADAM-10 inhibitors according to the invention in combination with a pharmaceutically acceptable carrier. Such compositions are useful for the treatment of cancer, arthritis, and diseases related to angiogenesis. Correspondingly, the invention also comprises methods of treating forms of cancer, arthritis, and diseases related to angiogenesis in which ADAM-10 plays a critical role.

34 Claims, No Drawings

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 Shahripour, A. B. et al., "Structure-based design of caspase-1 inhibitor containing a diphenyl ether sulfonamide", Biorganic & Medicinal Chemistry Letters, 11(20), 2001, 2779-2782.
 Neale, A. J. et al., "Internuclear cyclizations of aromatic sulfonyl chlorides. Tribenz [b,d,f] oxepin and tribenzo [b,d,f] thiepin", Tetrahedron, 21(6), 1299-313., 1965.

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HUMAN ADAM-10 INHIBITORS

CROSS-REFERENCE TO RELATED APPLICATIONS

This application is a national stage entry of PCT/US03/18262, which claims the benefit under 35 U.S.C. § 119(e) to application Ser. No. 60/388,326, filed Jun. 12, 2002.

BACKGROUND OF THE INVENTION

1. Field of the Invention

The present invention is in the field of agents that inhibit human ADAM-10 (also known as human Kuzbanian) and their use in the treatment of cancer, arthritis, and diseases related to angiogenesis, such as renal diseases, heart diseases such as heart failure, atherosclerosis, and stroke, inflammation, ulcer, infertility, scleroderma, endometriosis, mesothelioma, and diabetes.

2. Summary of the Related Art

Cell-cell interactions play an important role in regulating cell fate decisions and pattern formation during the development of multicellular organisms. One of the evolutionarily conserved pathways that plays a central role in local cell interactions is mediated by the transmembrane receptors encoded by the Notch (N) gene of *Drosophila*, the *lin-12* and *glp-1* genes of *C. elegans*, and their vertebrate homologs (reviewed in Artavanis-Tsakonas, S., et al. (1995) Notch Signaling. Science 268, 225-232), collectively hereinafter referred to as NOTCH receptors. Several lines of evidence suggest that the proteolytic processing of NOTCH receptors is important for their function. For example, in addition to the full-length proteins, antibodies against the intracellular domains of NOTCH receptors have detected C-terminal fragments of 100-120 kd; see, e.g., Fehon, R. G., et al. (1990). Cell 61, 523-534; Crittenden, S. L., et al. (1994). Development 120, 2901-2911; Aster, J., et al. (1994) Cold Spring Harbor Symp. Quant. Biol. 59, 125-136; Zagouras, P., et al. (1995). Proc. Natl. Acad. Sci. U.S.A. 92, 6414-6418; and Kopan, R., et al. (1996). Proc. Natl. Acad. Sci. U.S.A. 93, 1683-1688. However, the mechanism(s) of NOTCH activation have been hitherto largely unknown.

During neurogenesis, a single neural precursor is singled out from a group of equivalent cells through a lateral inhibition process in which the emerging neural precursor cell prevents its neighbors from taking on the same fate (reviewed in Simpson, P. (1990). Development 109, 509-519). Genetic studies in *Drosophila* have implicated a group of "neurogenic genes" including N in lateral inhibition. Loss-of-function mutations in any of the neurogenic genes result in hypertrophy of neural cells at the expense of epidermis (reviewed in Campos-Ortega, J. A. (1993) In: The Development of *Drosophila melanogaster* M. Bate and A. Martinez-Arias, eds. pp. 1091-1129. Cold Spring Harbor Press:).

Rooke, J., Pan, D. J., Xu, T. and Rubin, G. M. (1996). Science 273, 1227-1231, discloses neurogenic gene family, kuzbanian (kuz). Members of the KUZ family of proteins are shown to belong to the recently defined ADAM family of transmembrane proteins, members of which contain both a disintegrin and metalloprotease domain (reviewed in Wolfsberg, T. G., et al. (1995). J. Cell Biol. 131, 275-278, see also Blobel, C. P., et al. (1992). Nature 356, 248-252, 1992; Yagami-Hiromasa, T., et al. (1995). Nature 377, 652-656; Black, R. A., et al. (1997). Nature 385, 729-733, 1997; and Moss, M. L., et al. (1997). Nature 385, 733-736; see also U.S. Pat. Nos. 5,922,546 and 5,935,792).

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Genes of the ADAM family encode transmembrane proteins containing both metalloprotease and disintegrin domains (reviewed in Black and White, 1998 Curr. Opin. Cell Biol. 10, 654-659; Wolfsberg and White, 1996 Dev. Biol. 180, 389-401), and are involved in diverse biological processes in mammals such as fertilization (Cho et al., 1998 Science 281, 1857-1859), myoblast fusion (Yagami-Hiromasa et al., 1995 Nature 377, 652-656) and ectodomain shedding (Moss et al., 1997 Nature 385, 733-736; Black et al., 1997 Nature 385, 729-733; Peschon et al., 1998 Science 282, 1281-1284). The *Drosophila kuzbanian* (kuz) gene represents the first ADAM family member identified in invertebrates (Rooke et al., 1996 Science 273, 1227-1231). Previous genetic studies showed that kuz is required for lateral inhibition and axonal outgrowth during *Drosophila* neural development (Rooke et al., 1996; Fambrough et al., 1996 PNAS.USA 93, 13233-13238; Pan and Rubin, 1997 Cell 90, 271-280; Sotillos et al., 1997 Development 124, 4769-4779). Specifically, during the lateral inhibition process, kuz acts upstream of Notch (Pan and Rubin, 1997; Sotillos et al., 1997), which encodes the transmembrane receptor for the lateral inhibition signal encoded by the Delta gene. More recently, a homolog of kuz was identified in *C. elegans* (SUP-17) that modulates the activity of a *C. elegans* homolog of Notch in a similar manner (Wen et al., 1997 Development 124, 4759-4767).

Vertebrate homologs of kuz have been isolated in *Xenopus*, bovine, mouse, rat and human. The bovine homolog of KUZ (also called MADM or ADAM 10) was initially isolated serendipitously based on its in vitro proteolytic activity on myelin basic protein, a cytoplasmic protein that is unlikely the physiological substrate for the bovine KUZ protease (Howard et al., 1996 Biochem. J. 317, 45-50). Expression of a dominant negative form of the murine kuz homolog (mkuz) in *Xenopus* leads to the generation of extra neurons, suggesting an evolutionarily conserved role for mkuz in regulating Notch signaling in vertebrate neurogenesis (Pan and Rubin, 1997). U.S. patent application. Ser. No. 09/697,854, to Pan et al., filed Oct. 27, 2000, discloses that mkuz mutant mice die around embryonic day (E) 9.5, with severe defects in the nervous system, the paraxial mesoderm and the yolk sac vasculature. In the nervous system, mkuz mutant embryos show ectopic neuronal differentiation. In the paraxial mesoderm, mkuz mutant embryos show delayed and uncoordinated segmentation of the somites. These phenotypes are similar to those of mice lacking Notch-1 or components of the Notch pathway such as RBP-Jk (Conlon et al., 1995, Development 121, 1533-1545; Oka et al., 1995), indicating a conserved role for mkuz in modulating Notch signaling in mouse development. Furthermore, no visible defect was detected in Notch processing in the kuz knockout animals. In addition to the neurogenesis and somitogenesis defect, mkuz mutant mice also show severe defects in the yolk sac vasculature, with an enlarged and disordered capillary plexus and the absence of large vitelline vessels. Since such phenotype has not been observed in mice lacking Notch-1 or RBP-Jk (Swiatek et al., 1994 Genes Dev 15, 707-719; Conlon et al., 1995; Oka et al., 1995 Development 121, 3291-3301), Pan et al. determined that this phenotype reveals a novel function of mkuz that is distinct from its role in modulating Notch signaling, specifically, that kuz plays an essential role for an ADAM family disintegrin metalloprotease in mammalian angiogenesis.

In view of the important role of KUZ (ADAM-10) in biological processes and disease states, inhibitors of this protein are desirable, particularly small molecule inhibitors.

Studies have suggested that selective inhibition of matrix metalloproteases is important. A number of small molecule

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MMPI's have progressed into the clinic for cancer and rheumatoid arthritis, for example. Inhibition of MMP-1 has been implicated as the cause of side effects such as joint pain and tendonitis when unselective TACE inhibitors were employed (see Barlaam, B. et. Al. *J. Med. Chem.* 1999, 42, 4890). As well, clinical trials of broad spectrum inhibitors, such as "Marimastat," have been hampered due to musculoskeletal syndrome (MSS) which manifests as musculoskeletal pain after a few weeks treatment. Inhibition of MMP-1 has been suggested as having a role in the appearance of MSS. Recent efforts in the field have been directed toward design of "MMP-1 sparing" inhibitors; for example, BA-129566 emerged as a selective inhibitor which reportedly showed no signs of MSS in phase 2 clinical trials (see Natchus, M. G. et. Al. *J. Med. Chem.* 2000, 43, 4948).

Thus, what is needed are selective matrix metalloprotease inhibitors. Of particular use are selective ADAM-10 inhibitors, those that are "MMP-1 sparing."

All patents, applications, and publications recited herein are hereby incorporated by reference in their entirety.

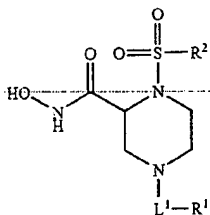
SUMMARY OF THE INVENTION

The present invention provides compounds useful for inhibiting the ADAM-10 protein. Such compounds are useful in the in vitro study of the role of ADAM-10 (and its inhibition) in biological processes. The present invention also comprises pharmaceutical compositions comprising one or more ADAM-10 inhibitors according to the invention in combination with a pharmaceutically acceptable carrier. Such compositions are useful for the treatment of cancer, arthritis, and diseases related to angiogenesis, such as renal diseases, heart diseases such as heart failure, atherosclerosis, and stroke, inflammation, ulcer, infertility, scleroderma, endometriosis, mesothelioma, and diabetes. Correspondingly, the invention also comprises methods of treating forms of cancer, arthritis, and diseases related to angiogenesis in which ADAM-10 plays a critical role. In particular, the invention comprises inhibitors selective for ADAM-10, relative to MMP-1.

The foregoing merely summarizes certain aspects of the invention and is not intended to be limiting.

DETAILED DESCRIPTION OF THE INVENTION

The present invention comprises inhibitors of ADAM-10. In one embodiment, the invention comprises a compound of structural formula I:



and pharmaceutically acceptable salts, esters, amides, and prodrugs thereof wherein

L¹ is —C(O)—, —S(O)₂—, or —(CH₂)ₙ—; R¹ is —H, —OR¹¹, —(CH₂)ₙR¹¹, —C(O)R¹¹, or —NR¹²R¹³;

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R¹¹, R¹², and R¹³ independently are

a) R⁵⁰;

b) saturated or mono- or poly-unsaturated C₅-C₁₄-mono- or fused poly-cyclic hydrocarbonyl, optionally containing one or two annular heteroatoms per ring and optionally substituted with one or two R⁵⁰ substituents;

c) C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, or —C(O)H, each of which is optionally substituted with one, two or three substituents independently selected from R⁵⁰ and saturated or mono- or poly-unsaturated C₅-C₁₄-mono- or fused poly-cyclic hydrocarbonyl, optionally containing one or two annular heteroatoms per ring and optionally substituted with one, two or three R⁵⁰ substituents;

or R¹² and R¹³ together with the N to which they are covalently bound, a C₅-C₆ heterocycle optionally containing a second annular heteroatom and optionally substituted with one or two R⁵⁰ substituents;

R² is —R²¹-L²-R²²;

R²¹ is saturated or mono- or poly-unsaturated C₅-C₁₄-mono- or fused poly-cyclic hydrocarbonyl, optionally containing one or two annular heteroatoms per ring and optionally substituted with one, two, or three R⁵⁰ substituents;

L² is —O—, —C(O)—, —CH₂—, —NH—, —S(O)₂— or a direct bond;

R²² is saturated or mono- or poly-unsaturated C₅-C₁₄-mono- or fused poly-cyclic hydrocarbonyl, optionally containing one or two annular heteroatoms per ring and optionally substituted with one, two, or three R⁵⁰ substituents; and

R⁵⁰ is R⁵¹-L³-(CH₂)ₙ—;

L³ is —O—, —NH—, —S(O)₂—, —C(O)—, —C(O)O—, —C(O)NH—, —OC(O)—, —NHC(O)—, —C₆H₄—, or a direct bond;

R⁵¹ is —H, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, halo, —CF₃, —OCF₃, —OH, —NH₂, mono-C₁-C₆alkyl amino, di-C₁-C₆alkyl amino, —SH, —CO₂H, —CN, —NO₂, —SO₃H, or a saturated or mono- or poly-unsaturated C₅-C₁₄-mono- or fused poly-cyclic hydrocarbonyl, optionally containing one or two annular heteroatoms per ring and optionally substituted with one, two, or three substituents;

wherein n is 0, 1, 2, or 3;

provided that an O or S is not singly bonded to another O or S in a chain of atoms.

In one example, according to paragraph [0013], L¹ is —C(O)— or —S(O)₂—.

In another example, according to paragraph [0014], L¹ is —C(O)— and R¹ is —OR¹¹ or —(CH₂)ₙR¹¹, —OC₁-C₆alkyl-mono-C₁-C₆alkyl amino, —OC₁-C₆alkyl-di-C₁-C₆alkyl amino, —OC₁-C₆alkyl-N-heterocyclyl, —C₁-C₆alkyl-mono-C₁-C₆alkyl amino, —C₁-C₆alkyl-di-C₁-C₆alkyl-amino; or —C₁-C₆alkyl-N-heterocyclyl. In a more specific example, R¹ is C₁-C₆-alkoxy-C₁-C₆-alkoxy; and in a still more specific example R¹ is methoxyethoxy.

In another example, according to paragraph [0015], L¹ is —S(O)₂—, and R¹ is —NR¹²R¹³, —(CH₂)ₙR¹¹, —C₁-C₆alkyl-mono-C₁-C₆alkyl amino, —C₁-C₆alkyl-di-C₁-C₆alkyl amino, or —C₁-C₆alkyl-N-heterocyclyl.

In another example, according to paragraph [0015] or [0016], L² is —O—.

In another example, according to paragraph [0017], R² is phenoxyphenyl wherein each phenyl is optionally substituted with one or two R⁵⁰ substituents. In a more specific example, the R⁵⁰ substituents are halo.

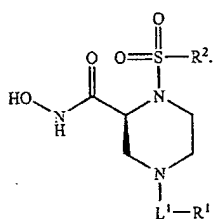
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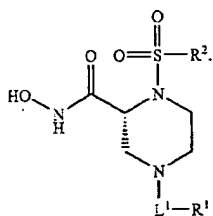
In another example, according to paragraph [0018], the saturated or mono- or poly-unsaturated C₅-C₁₄-mono- or fused poly-cyclic hydrocarbyl containing one or two annular heteroatoms per ring is selected from the group consisting of morpholinyl, piperazinyl, homopiperazinyl, pyrrolidinyl, piperidinyl, homopiperidinyl, furyl, thienyl, pyranyl, isobenzofuranyl, chromenyl, pyrrolyl, imidazolyl, isoxazolyl, pyridyl, pyrazinyl, pyrimidinyl, oxadiazolyl, indolyl, quinolinyl, carbazolyl, acrydinyl, and furazanyl, optionally substituted with one or two R⁵⁰ substituents.

In another example, according to paragraph [0018], R¹² and R¹³, together with the N to which they are covalently bound, form a heterocycle selected from the group consisting of morpholinyl, piperazinyl, homopiperazinyl, pyrrolidinyl, piperidinyl, homopiperidinyl, pyrrolyl, imidazolyl, isoxazolyl, pyridyl, pyrazinyl, pyrimidinyl, oxadiazolyl, indolyl, quinolinyl, carbazolyl, acrydinyl, and furazanyl, optionally substituted with one or two R⁵⁰ substituents.

In another example, the compound is according to paragraph [0013], having the absolute stereochemistry of structural formula II:

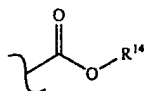


In another example, the compound is according to paragraph [0013], having the absolute stereochemistry of structural formula III:



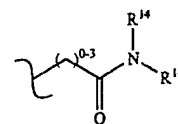
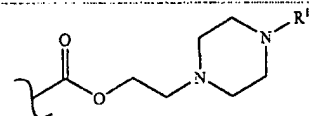
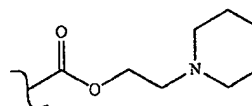
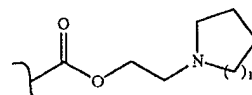
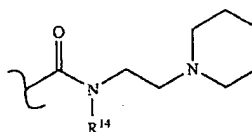
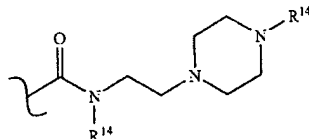
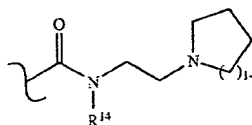
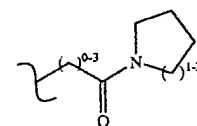
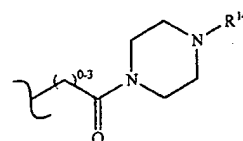
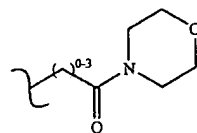
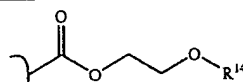
In another example, the compound of the invention is according to paragraph [0013], wherein -L¹-R¹ is selected from Table 1;

TABLE 1

—R¹⁴

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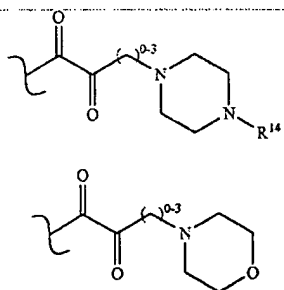
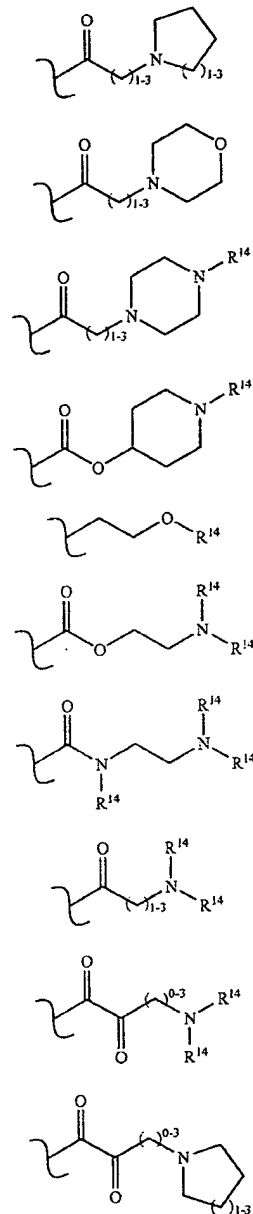
TABLE 1-continued



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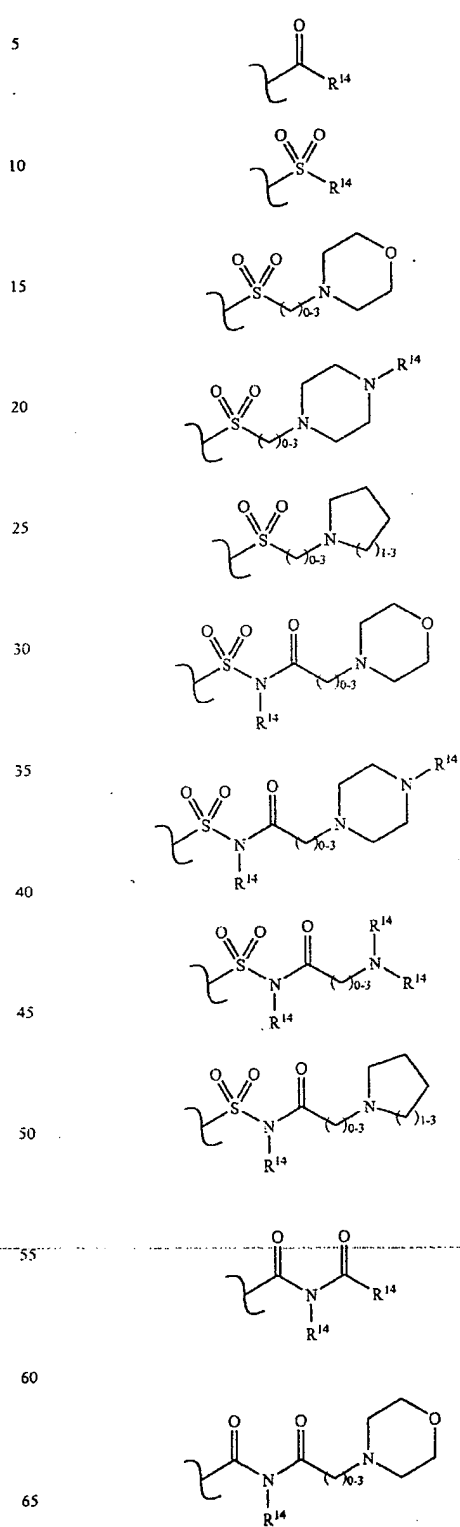
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TABLE 1-continued



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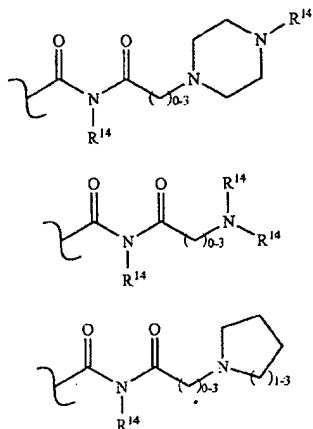
TABLE 1-continued



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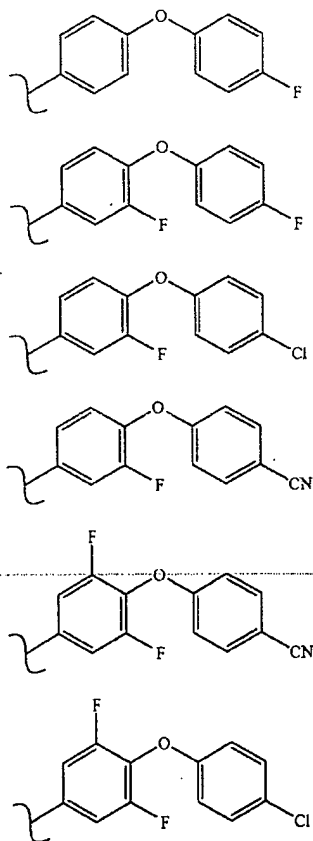
TABLE 1-continued



wherein each R^{14} is independently selected from $-H$, $-(CH_2)_{1-3}CO_2H$, alkyl, alkoxy, alkenyl, aryl, heteroaryl, 25 arylalkyl, and heteroarylalkyl;

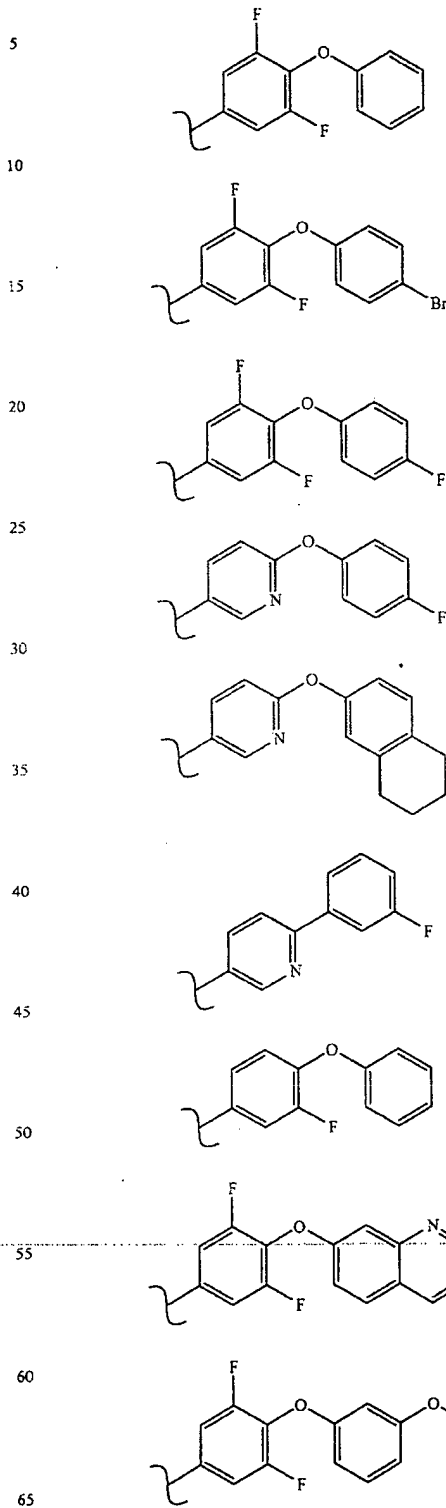
and R^2 is selected from Table 2;

TABLE 2



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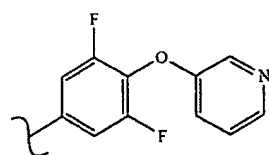
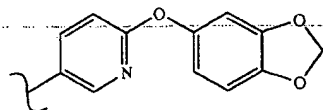
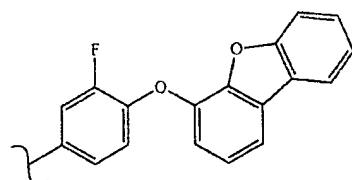
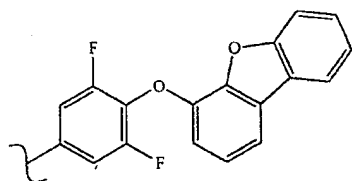
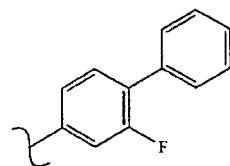
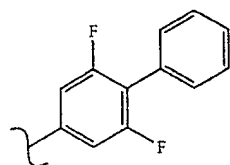
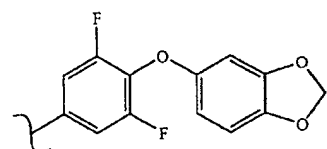
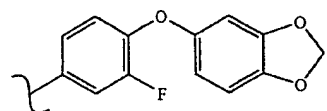
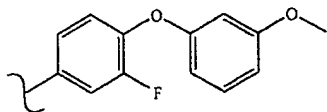
TABLE 2-continued



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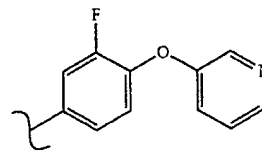
TABLE 2-continued



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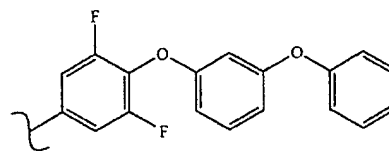
TABLE 2-continued

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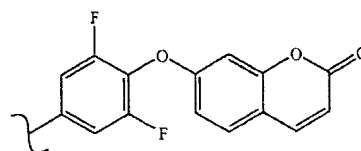
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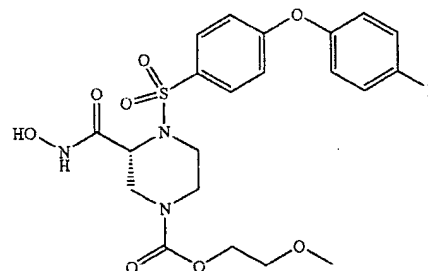
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In another example the compound is according to paragraph [0013], selected from Table 3:

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TABLE 3

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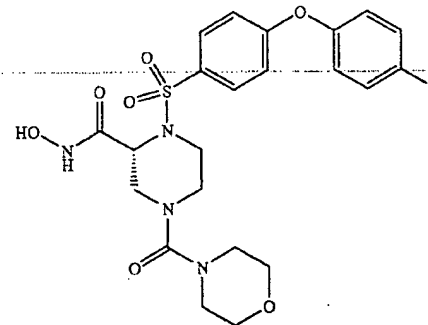
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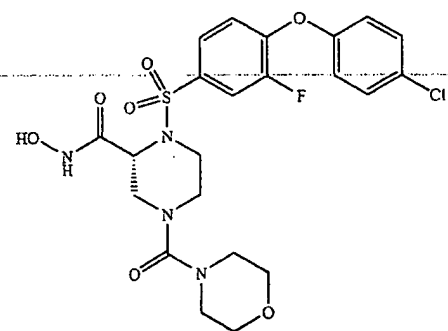
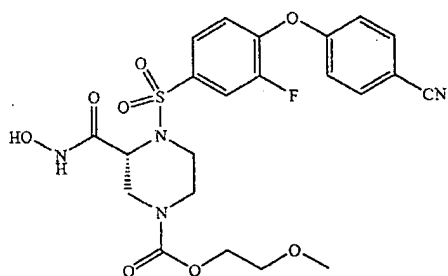
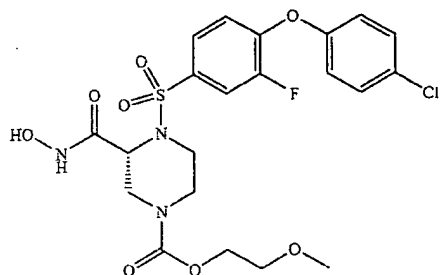
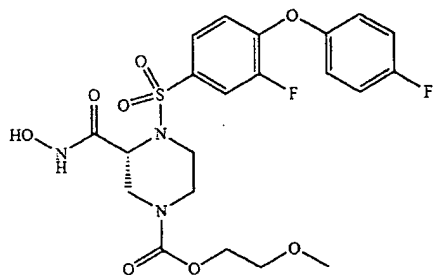
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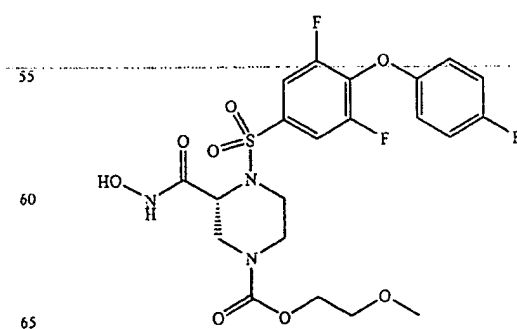
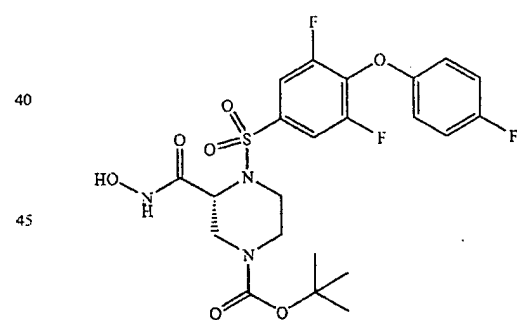
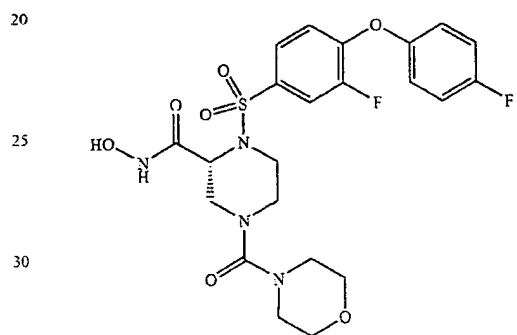
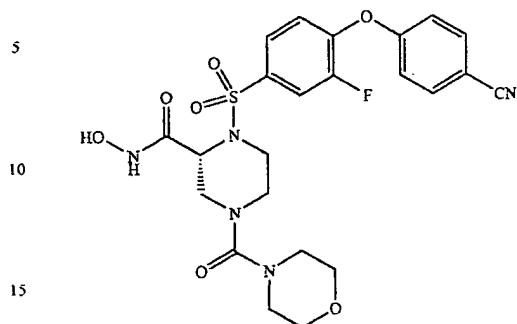
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TABLE 3-continued



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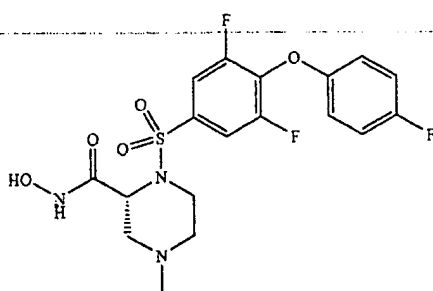
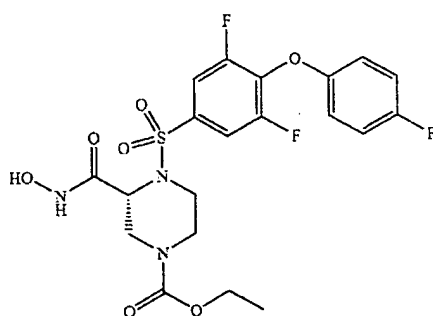
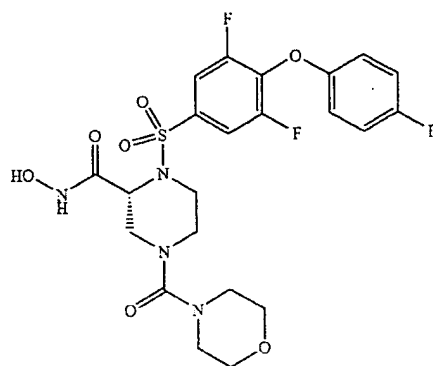
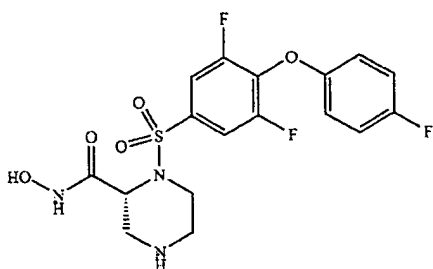
TABLE 3-continued



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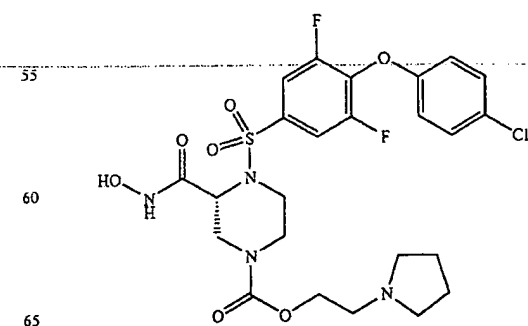
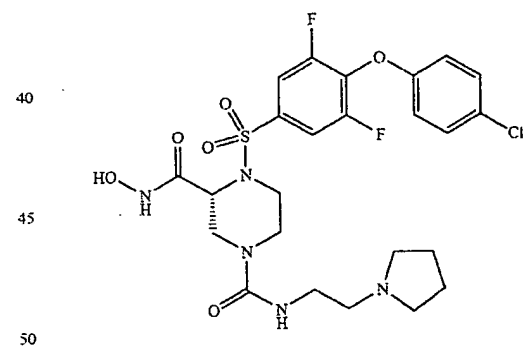
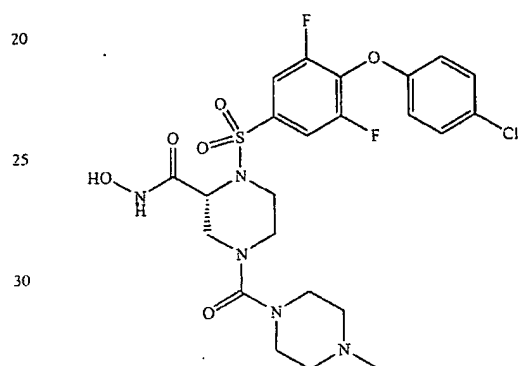
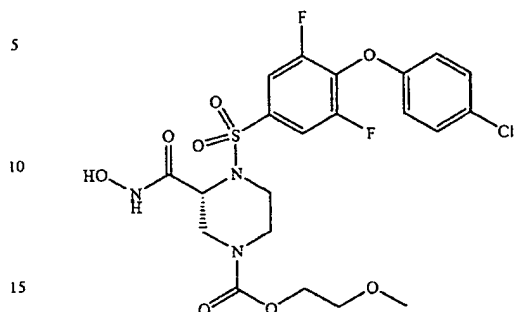
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TABLE 3-continued



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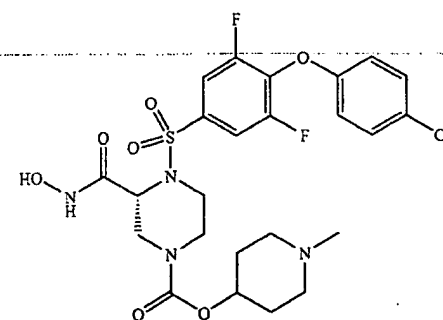
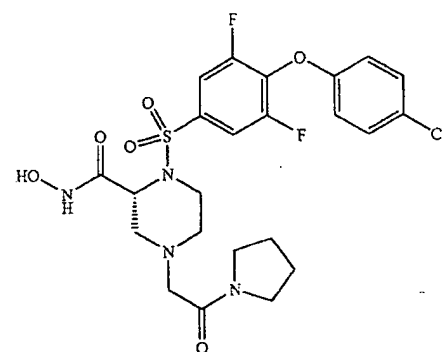
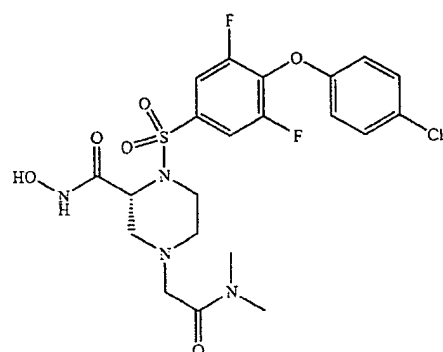
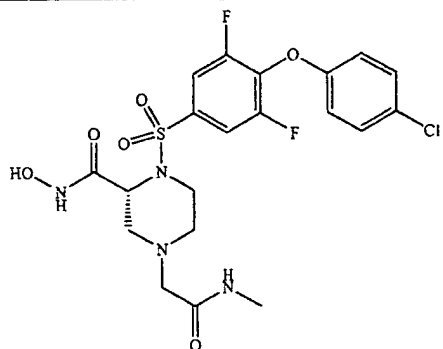
TABLE 3-continued



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TABLE 3-continued



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TABLE 3-continued

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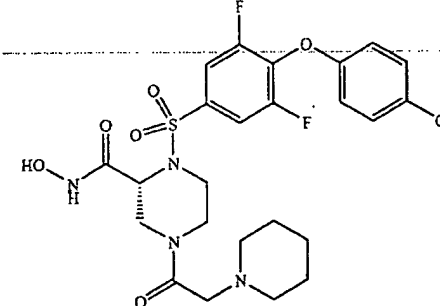
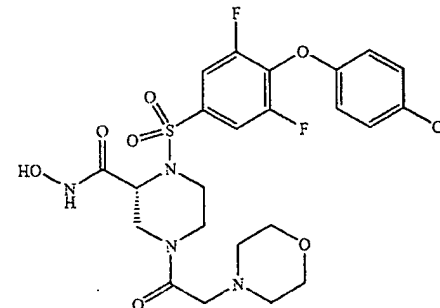
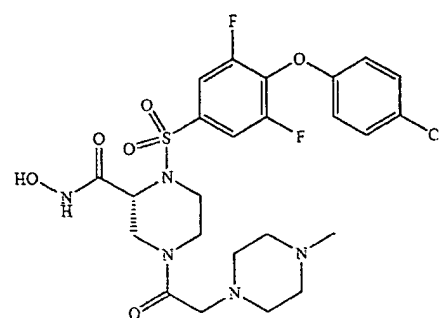
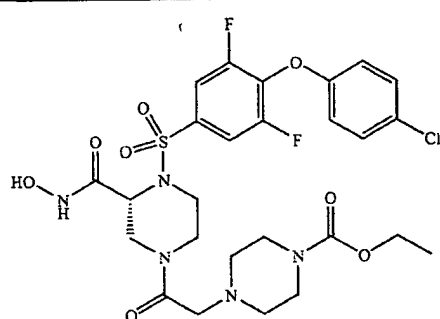
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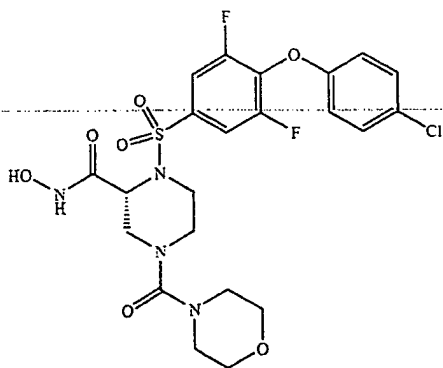
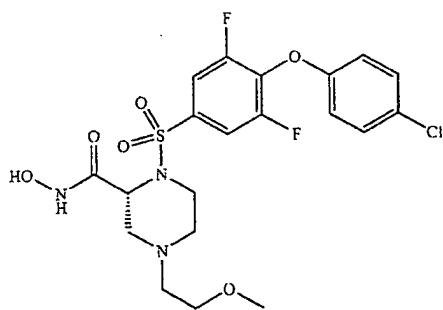
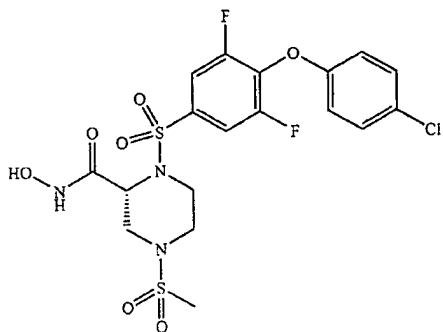
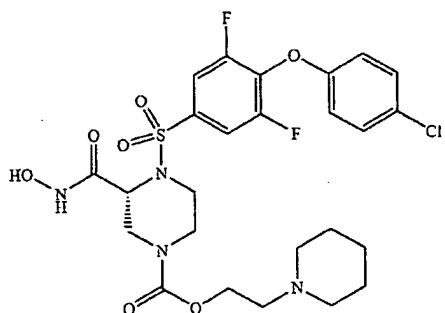
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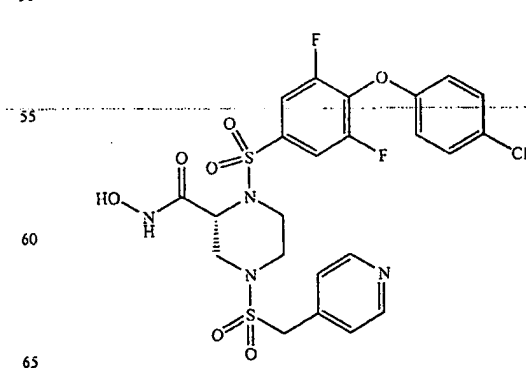
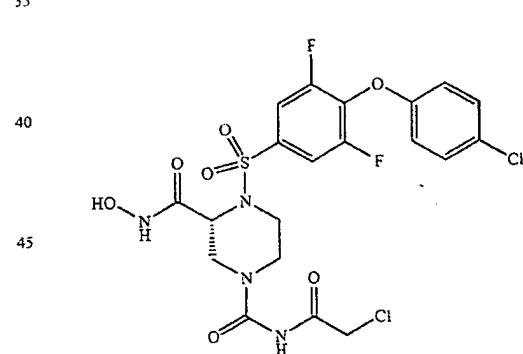
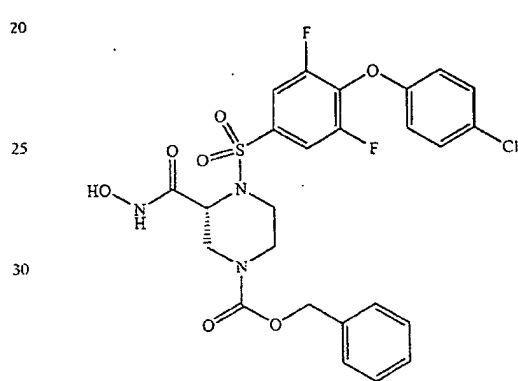
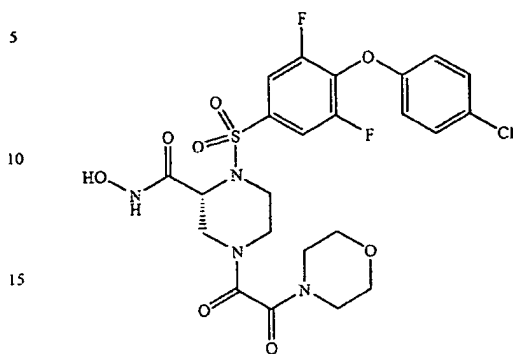
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TABLE 3-continued



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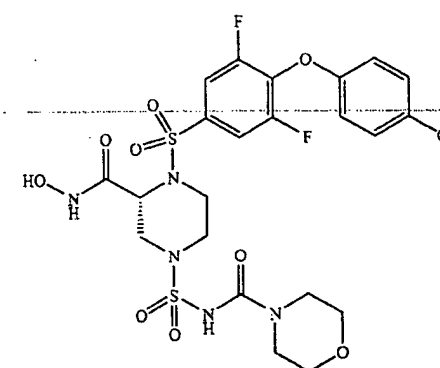
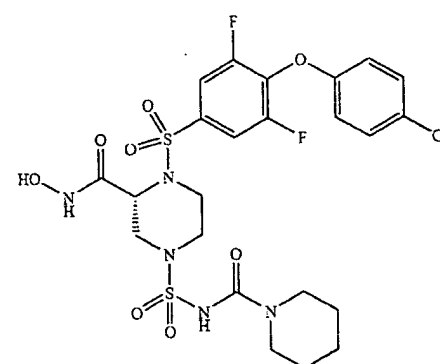
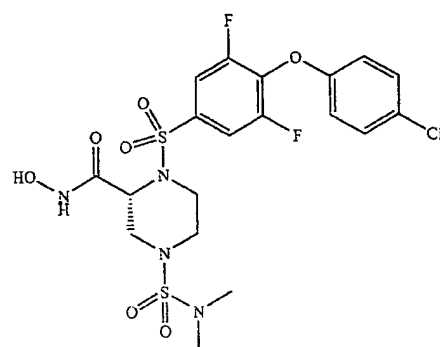
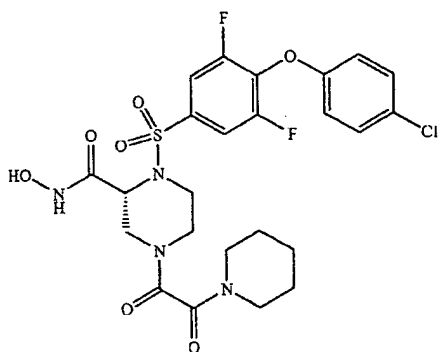
TABLE 3-continued



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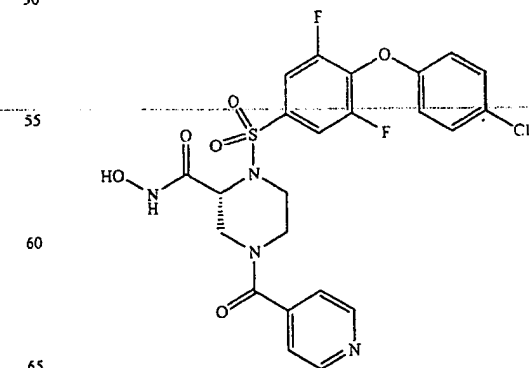
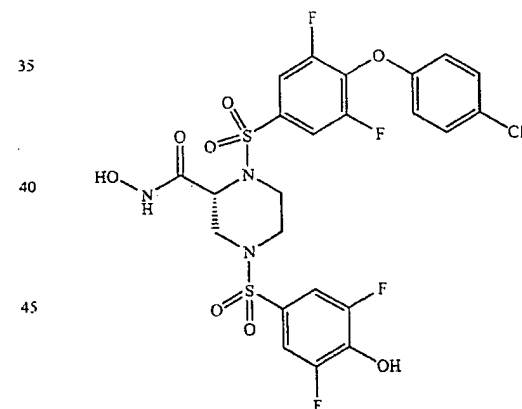
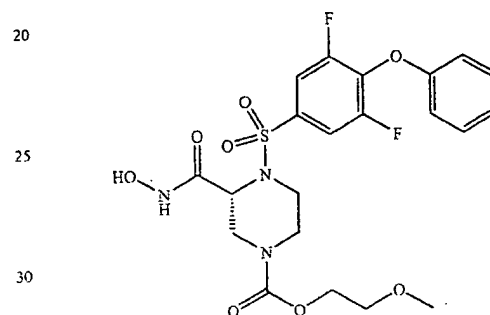
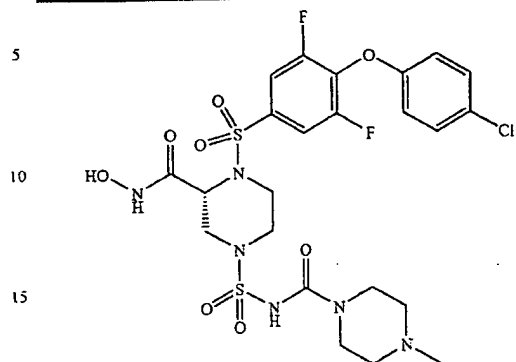
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TABLE 3-continued



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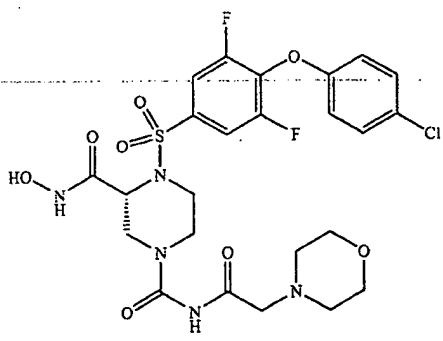
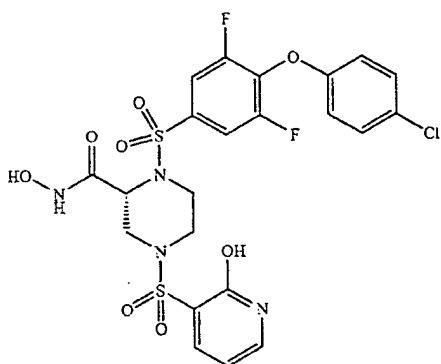
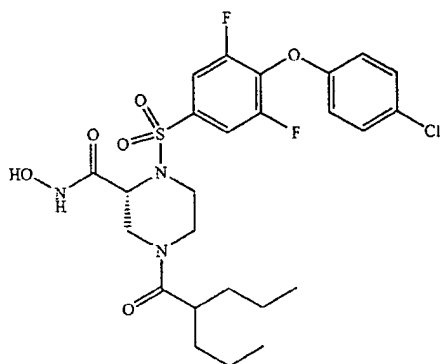
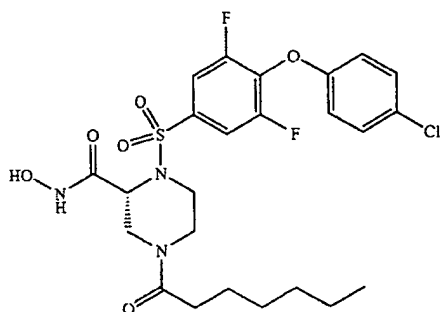
TABLE 3-continued



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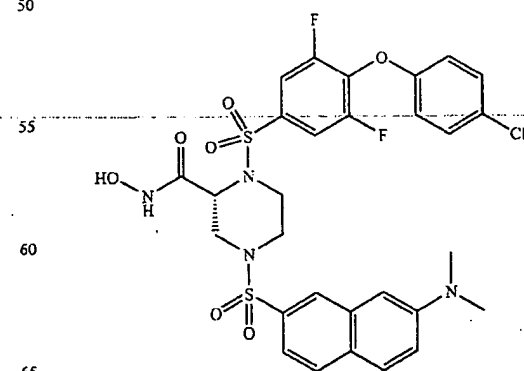
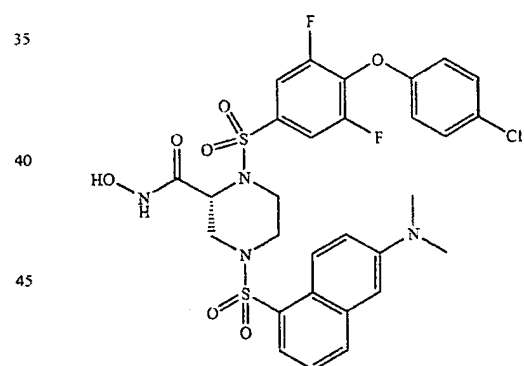
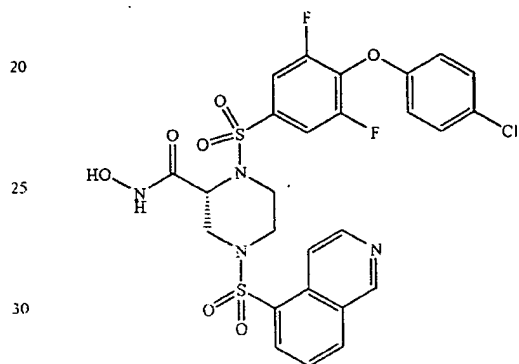
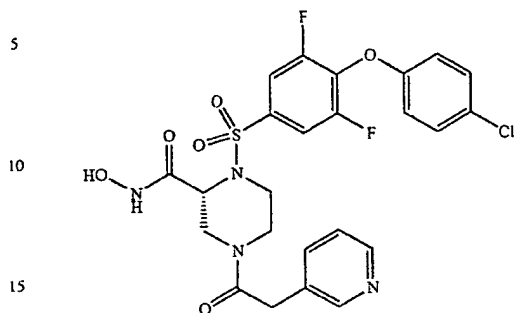
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TABLE 3-continued



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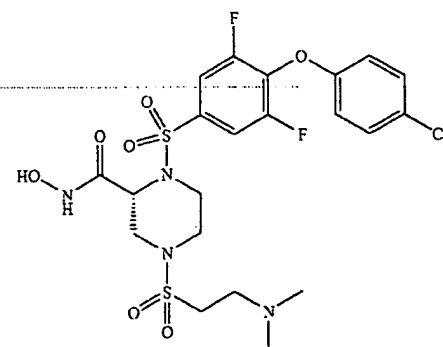
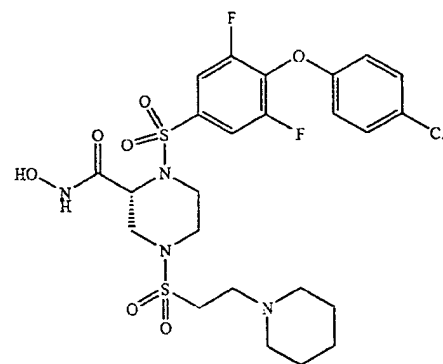
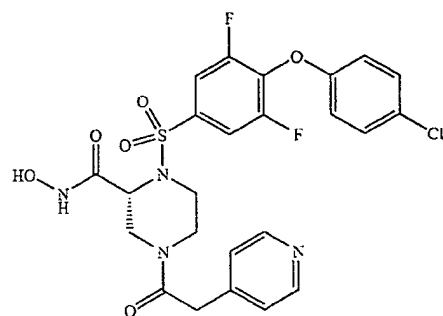
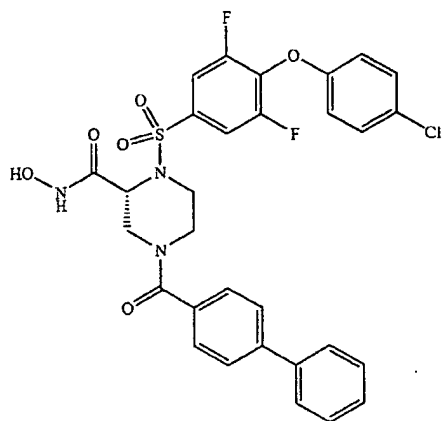
TABLE 3-continued



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TABLE 3-continued



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TABLE 3-continued

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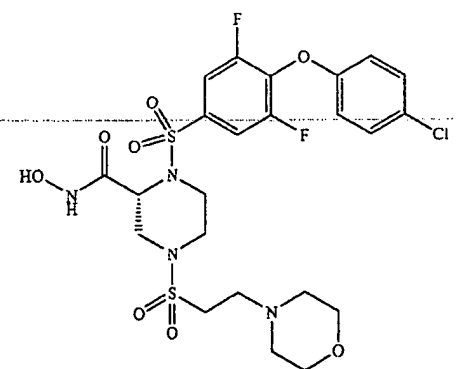
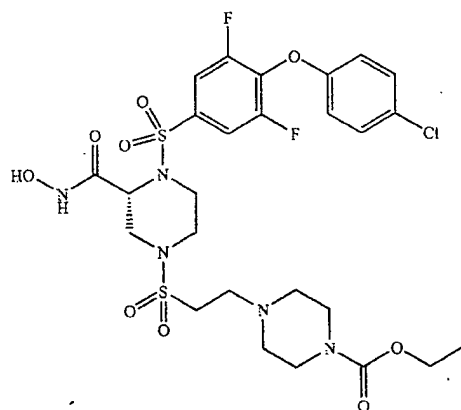
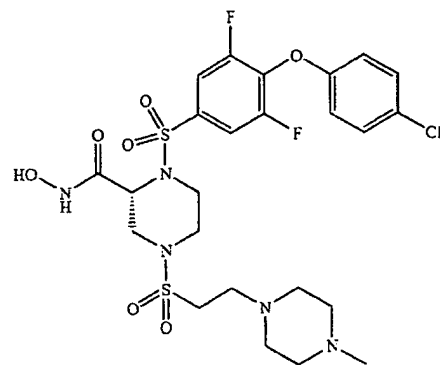
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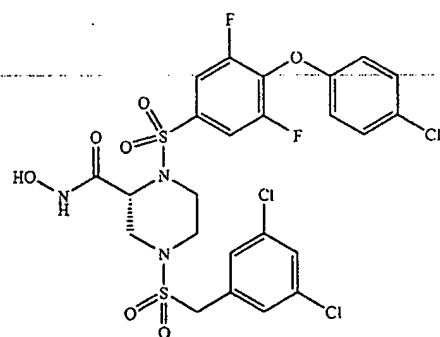
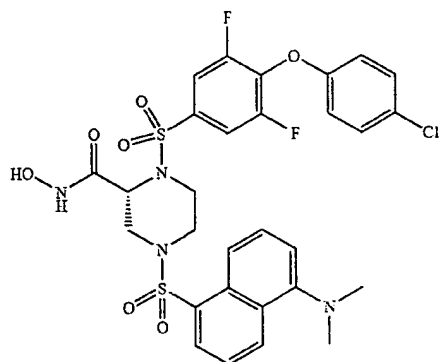
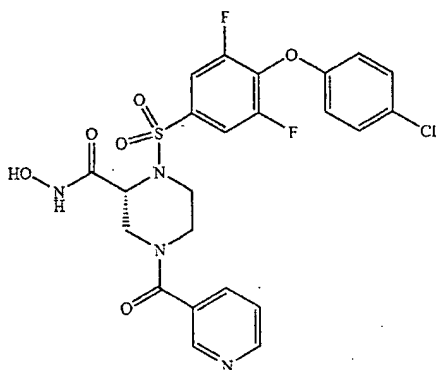
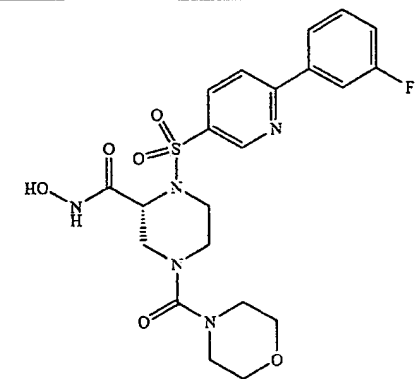
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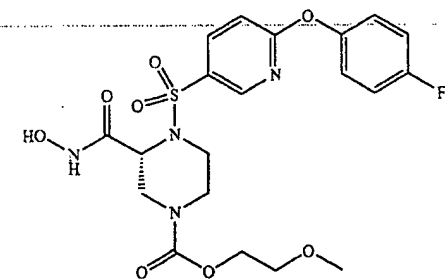
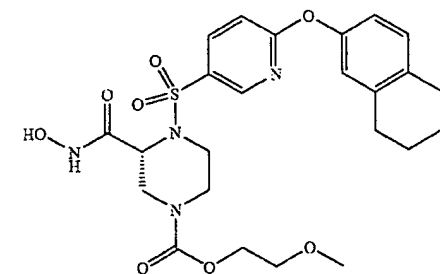
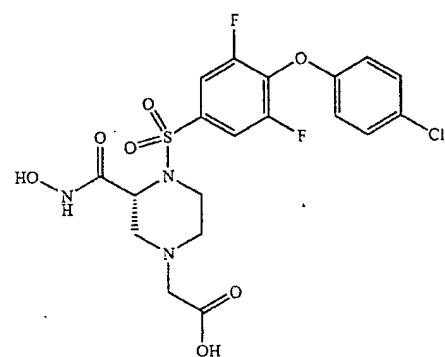
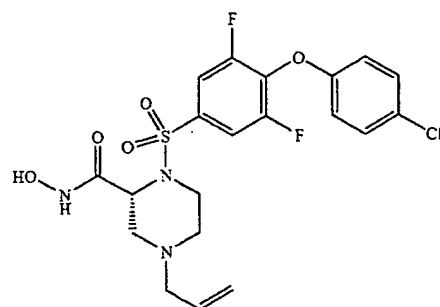
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TABLE 3-continued



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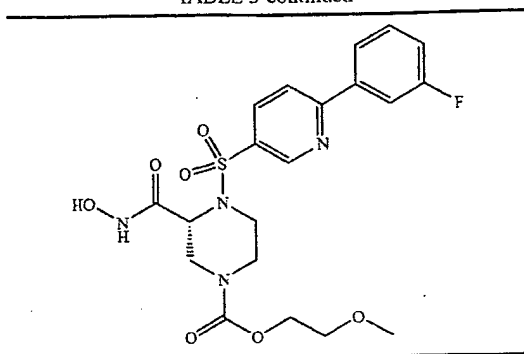
TABLE 3-continued



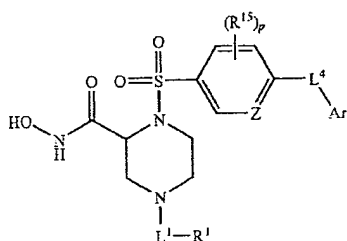
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TABLE 3-continued



In another aspect, the invention comprises compounds according to formula IV,



and pharmaceutically acceptable salts, esters, amides, and prodrugs thereof wherein,

Z is $-\text{C}(\text{R}^{15})=$, $-\text{C}(\text{H})=$, or $-\text{N}=\text{}$;

Ar is aryl or heteroaryl, each optionally substituted;

R^{15} is fluoro;

p is 0, 1, 2, or 3;

L^1 is $-\text{C}(\text{O})-$, $-\text{S}(\text{O})_2-$, or $-(\text{CH}_2)_n-$;

L^4 is nothing or $-\text{O}-$;

R^1 is $-\text{H}$, $-\text{OR}^{11}$, $-(\text{CH}_2)_n\text{R}^{11}$, $-\text{C}(\text{O})\text{R}^{11}$, or $-\text{NR}^{12}\text{R}^{13}$;

R^{11} , R^{12} , and R^{13} independently are

d) R^{50} ;

e) saturated or mono- or poly-unsaturated C_5 - C_{14} -mono- or fused poly-cyclic hydrocarbyl, optionally containing one or two annular heteroatoms per ring and optionally substituted with one or two R^{50} substituents;

f) C_1 - C_6 -alkyl, C_2 - C_6 -alkenyl, C_2 - C_6 -alkynyl, or $-\text{C}(\text{O})\text{H}$, each of which is optionally substituted with one, two or three substituents independently selected from R^{50} and saturated or mono- or poly-unsaturated C_5 - C_{14} -mono- or fused poly-cyclic hydrocarbyl, optionally containing one or two annular heteroatoms per ring and optionally substituted with one, two or three R^{50} substituents;

or R^{12} and R^{13} together with the N to which they are covalently bound, a C_5 - C_6 heterocycle optionally containing a second annular heteroatom and optionally substituted with one or two R^{50} substituents; and

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R^{50} is $\text{R}^{51}-\text{L}^3-(\text{CH}_2)_n-$;

L^3 is $-\text{O}-$, $-\text{NH}-$, $-\text{S}(\text{O})_{0-2}-$, $-\text{C}(\text{O})-$, $-\text{C}(\text{O})\text{O}-$, $-\text{C}(\text{O})\text{NH}-$, $-\text{OC}(\text{O})-$, $-\text{NHC}(\text{O})-$, $-\text{C}_6\text{H}_4-$, or a direct bond;

R^{51} is $-\text{H}$, C_1 - C_6 -alkyl, C_2 - C_6 -alkenyl, C_2 - C_6 -alkynyl, halo, $-\text{CF}_3$, $-\text{OCF}_3$, $-\text{OH}$, $-\text{NH}_2$, mono- C_1 - C_6 -alkyl amino, di- C_1 - C_6 -alkyl amino, $-\text{SH}$, $-\text{CO}_2\text{H}$, $-\text{CN}$, $-\text{NO}_2$, $-\text{SO}_3\text{H}$, or a saturated or mono- or poly-unsaturated C_5 - C_{14} -mono- or fused poly-cyclic hydrocarbyl, optionally containing one or two annular heteroatoms per ring and optionally substituted with one, two, or three substituents;

wherein n is 0, 1, 2, or 3;

provided that an O or S is not singly bonded to another O or S in a chain of atoms.

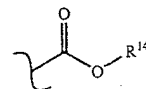
In one example the compound is according to paragraph [0025], wherein $-\text{L}^1-\text{R}^1$ is selected from Table 4,

TABLE 4

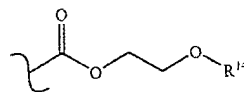
IV

 $-\text{R}^{14}$

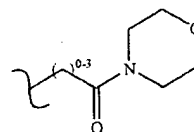
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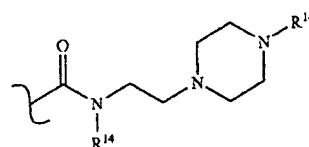
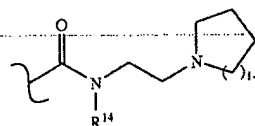
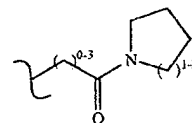
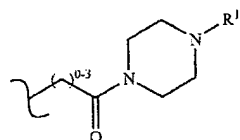
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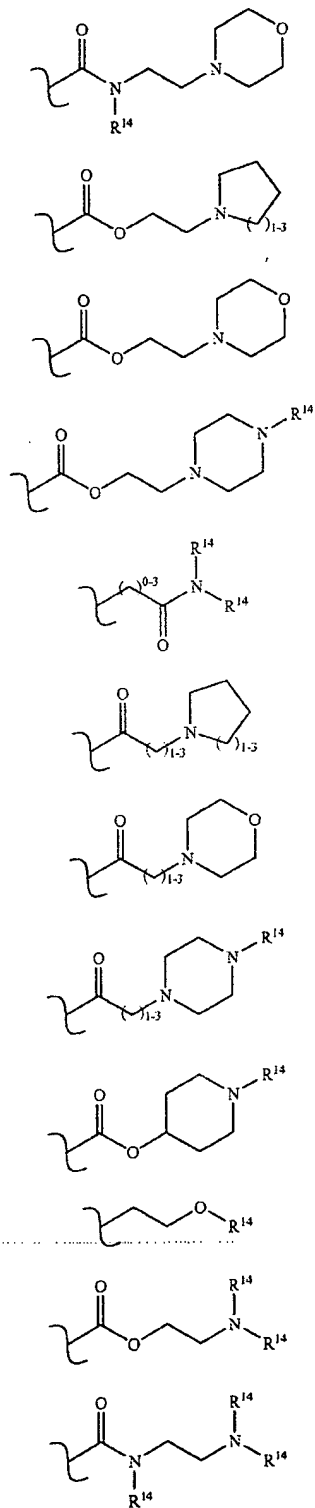
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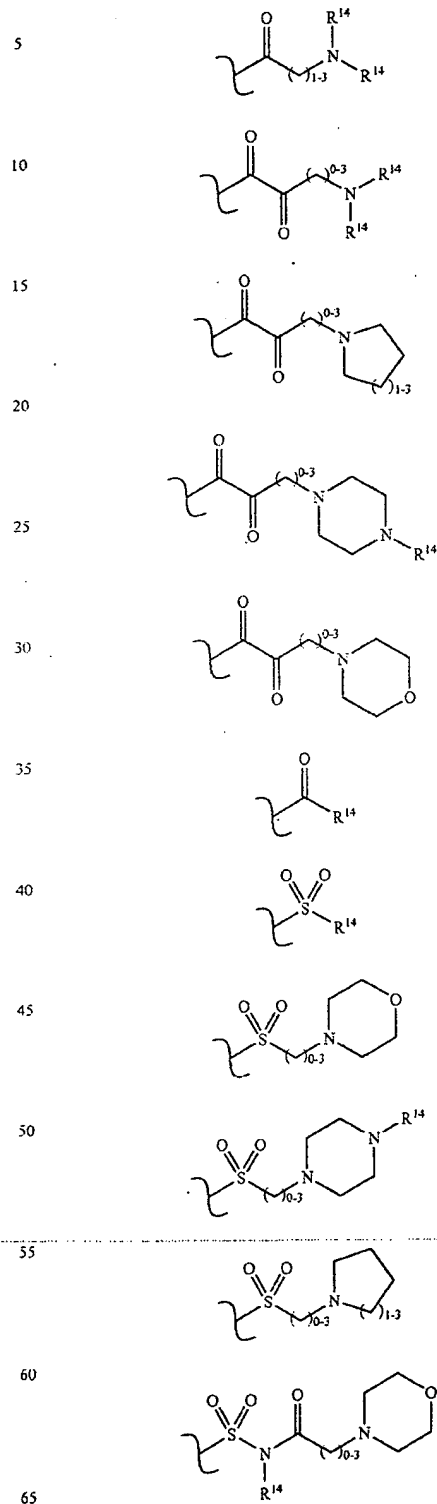
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TABLE 4-continued



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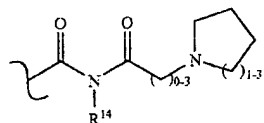
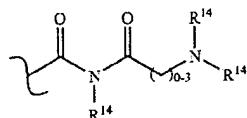
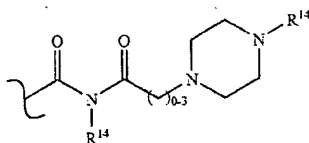
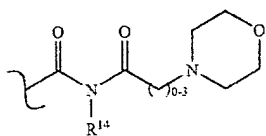
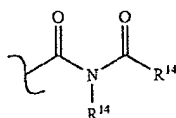
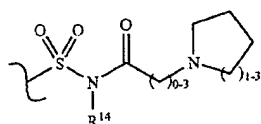
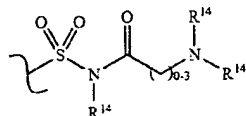
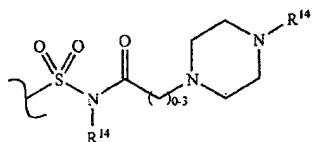
TABLE 4-continued



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TABLE 4-continued



wherein each R^{14} is independently selected from $-H$, $-(CH_2)_{1-3}CO_2H$, alkyl, alkoxy, alkenyl, aryl, heteroaryl, arylalkyl, and heteroarylalkyl.

In another example the compound is according to paragraph [0026], wherein Z is $-C(R^{15})=$ or $-C(H)=$; L^4 is $-O-$; and p is at least one.

In another example the compound is according to paragraph [0027], wherein Ar is selected from the group consisting of phenyl, biphenyl, naphthyl, tetrahydronaphthalene, chromen-2-one, dibenzofuran, pyryl, furyl, pyridyl, 1,2,4-thiadiazolyl, pyrimidyl, thienyl, isothiazolyl, imidazolyl, tetrazolyl, pyrazinyl, pyrimidyl, quinolyl, isoquinolyl, ben-

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zothienyl, isobenzofuryl, pyrazolyl, indolyl, purinyl, carbazolyl, benzimidazolyl, and isoxazolyl, each optionally substituted.

In another example the compound is according to paragraph [0028], wherein Ar is phenyl, optionally substituted, with at least one halogen.

In another example the compound is according to paragraph [0029], wherein p is at least two.

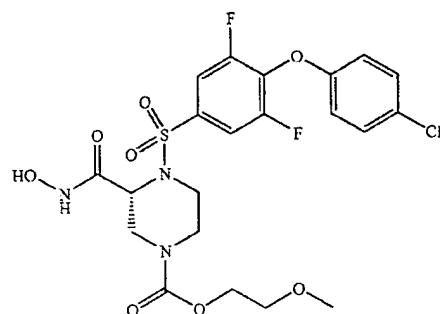
In another example the compound is according to paragraph [0030], wherein $-L^1-R^1$ is $-C(=O)OR^{14}$ or $-(CH_2)_2OR^{14}$.

In another example the compound is according to paragraph [0031], having the structure:

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30 In another example the compound is according to paragraph [0026], wherein Z is $-N=$; and L^4 is $-O-$.

In another example the compound is according to paragraph [0033], wherein Ar is selected from the group consisting of phenyl, biphenyl, naphthyl, tetrahydronaphthalene, chromen-2-one, dibenzofuran, pyryl, furyl, pyridyl, 1,2,4-thiadiazolyl, pyrimidyl, thienyl, isothiazolyl, imidazolyl, tetrazolyl, pyrazinyl, pyrimidyl, quinolyl, isoquinolyl, benzothienyl, isobenzofuryl, pyrazolyl, indolyl, purinyl, carbazolyl, benzimidazolyl, and isoxazolyl, each optionally substituted.

In another example the compound is according to paragraph [0034], wherein Ar is optionally substituted tetrahydronaphthalene.

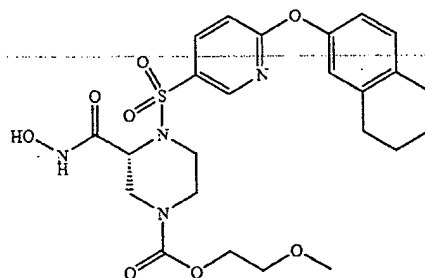
45 In another example the compound is according to paragraph [0035], wherein $-L^1-R^1$ is $-C(=O)OR^{14}$ or $-(CH_2)_{2-3}OR^{14}$.

In another example the compound is according to paragraph [0036], wherein p is zero.

50 In another example the compound is according to paragraph [0037], having the structure:

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In another example the compound is according to paragraph [0026], wherein Z is $-N=$; and L^4 is nothing.

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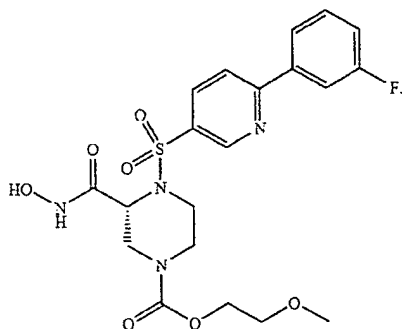
In another example the compound is according to paragraph [0039], wherein Ar is selected from the group consisting of phenyl, biphenyl, naphthyl, tetrahydronaphthalene, chromen-2-one, dibenzofuran, pyryl, furyl, pyridyl, 1,2,4-thiadiazolyl, pyrimidyl, thienyl, isothiazolyl, imidazolyl, tetrazolyl, pyrazinyl, pyrimidyl, quinolyl, isoquinolyl, benzothienyl, isobenzofuryl, pyrazolyl, indolyl, purinyl, carbazolyl, benzimidazolyl, and isoxazolyl, each optionally substituted.

In another example the compound is according to paragraph [0040], wherein p is zero.

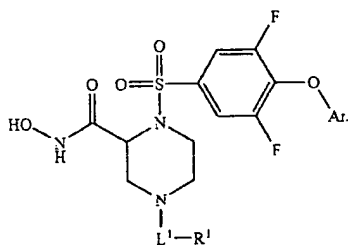
In another example the compound is according to paragraph [0041], wherein Ar is optionally substituted phenyl.

In another example the compound is according to paragraph [0042], wherein $-L^1-R^1$ is $-C(=O)OR^{14}$ or $-(CH_2)_{2-3}OR^{14}$.

In another example the compound is according to paragraph [0043], having the structure:



In another example the compound is according to paragraph [0026], of formula V,

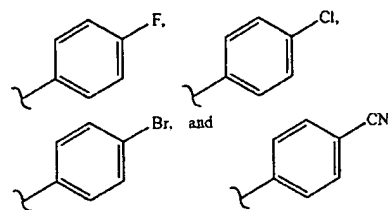


In another example the compound is according to paragraph [0045], wherein Ar is selected from the group consisting of phenyl, biphenyl, naphthyl, tetrahydronaphthalene, chromen-2-one, dibenzofuran, pyryl, furyl, pyridyl, 1,2,4-thiadiazolyl, pyrimidyl, thienyl, isothiazolyl, imidazolyl, tetrazolyl, pyrazinyl, pyrimidyl, quinolyl, isoquinolyl, benzothienyl, isobenzofuryl, pyrazolyl, indolyl, purinyl, carbazolyl, benzimidazolyl, and isoxazolyl, each optionally substituted.

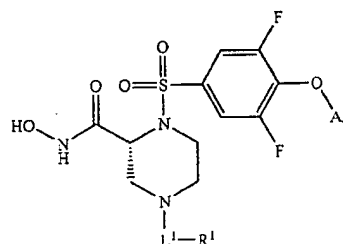
In another example the compound is according to paragraph [0046], wherein Ar is phenyl, optionally substituted, with at least one halogen.

In another example the compound is according to paragraph [0046], wherein Ar is selected from,

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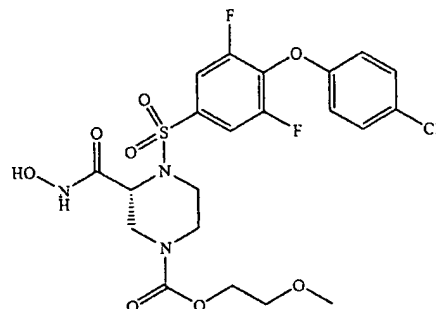


In another example the compound is according to paragraph [0047], wherein the absolute stereochemistry is according to formula VI,



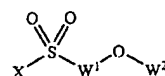
In another example the compound is according to paragraph [0049], wherein $-L^1-R^1$ is $-C(=O)OR^{14}$ or $-(CH_2)_{2-3}OR^{14}$.

In another example the compound is according to paragraph [0050], having the structure:



In another example, the invention comprises a pharmaceutical composition comprising a compound as described in any of paragraphs [0013]-[0051] and a pharmaceutically acceptable carrier.

In another example, the invention comprises a method of making a bis-aryl ether sulfonyl halide according to formula VII:



wherein X is a halide; and W^1 and W^2 are each independently an optionally substituted aryl, the method comprising: (a)

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combining a metal-aryloxide salt of a corresponding hydroxide-substituted aryl compound with a fluoro-substituted nitro aryl compound to make a bis-aryl ether nitro-aromatic compound; (b) reducing a nitro group of the bis-aryl ether nitro-aromatic compound to produce a corresponding aniline derivative; and (c) converting the corresponding aniline derivative to the bis-aryl ether sulfonyl halide.

In one example, the method is according to paragraph [0053], wherein the metal-aryloxide salt is combined with the fluoro-substituted nitro aryl in an organic solvent.

In another example, the method is according to paragraph [0054], wherein the organic solvent comprises at least one of DMF and acetonitrile.

In another example, the method is according to paragraph [0055], wherein the metal-aryloxide salt comprises at least one of a cesium salt and a potassium salt.

In another example, the method is according to paragraph [0056], wherein the corresponding aniline derivative is converted to the bis-aryl ether sulfonyl halide via a diazonium intermediate of said corresponding aniline derivative.

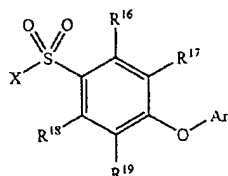
In another example, the method is according to paragraph [0057], wherein the fluoro-substituted nitro aryl compound is 3,4,5-trifluoronitrobenzene.

In another example, the method is according to paragraph [0058], wherein the metal-aryloxide salt is a cesium salt.

In another example, the method is according to paragraph [0059], wherein the corresponding hydroxide-substituted aryl compound is 4-chlorophenol.

In another example, the method is according to paragraph [0060], wherein the bis-aryl ether sulfonyl halide is 4-(4-chlorophenoxy)-3,5-difluorophenylsulfonyl chloride.

In another aspect, the invention comprises a sulfonyl halide according to formula VIII:



wherein X is halogen; R^{16} , R^{17} , R^{18} , and R^{19} , are each independently either —H or —F; and Ar is aryl or heteroaryl, each optionally substituted.

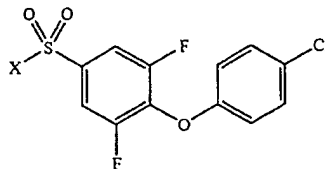
In another example, the sulfonyl halide is according to paragraph [0062], wherein R^{16} and R^{18} are each —H; and R^{17} and R^{19} are each —F.

In another example the sulfonyl halide is according to paragraph [0063], wherein Ar is selected from the group consisting of phenyl, biphenyl, naphthyl, tetrahydronaphthalene, chromen-2-one, dibenzofuran, pyryl, furyl, pyridyl, 1,2,4-thiadiazolyl, pyrimidyl, thienyl, isothiazolyl, imidazolyl, tetrazolyl, pyrazinyl, pyrimidyl, quinolyl, isoquinolyl, benzothienyl, isobenzofuryl, pyrazolyl, indolyl, purinyl, carbazolyl, benzimidazolyl, and isoxazolyl, each optionally substituted.

In another example the sulfonyl halide is according to paragraph [0064], wherein Ar is phenyl, optionally substituted, with at least one halogen.

In another example the sulfonyl halide is according to paragraph [0065], of formula IX:

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In another example, the sulfonyl halide is according to paragraph [0066], wherein X is —Cl.

Yet another example of the invention is a method of treating cancer, arthritis, and diseases related to angiogenesis comprising administering to a mammal in need of such treatment a therapeutically effective amount of a pharmaceutical composition according to paragraph [0052].

Still yet another example of the invention is a method of modulating the activity of Adam-10 comprising administering to a mammal in need of such treatment a therapeutically effective amount of a pharmaceutical composition according to paragraph [0052].

Definitions

The following paragraphs provide definitions of the various chemical moieties that make up the compounds of the invention and are intended to apply uniformly throughout the specification and claims unless expressly stated otherwise.

The term alkyl refers inclusively to a univalent C_1 to C_{20} (unless explicitly stated otherwise) saturated straight, branched, cyclic, and combinations thereof alkane moiety and specifically includes methyl, ethyl, propyl, isopropyl, butyl, isobutyl, t-butyl, pentyl, cyclopentyl, isopentyl, neopentyl, hexyl, isohexyl, cyclohexyl, 3-methylpentyl, 2,2-dimethylbutyl, and 2,3-dimethylbutyl. In certain instances, specific cycloalkyls are defined (e.g. C_3 - C_8 cycloalkyl) to differentiate them from generically described alkyls (that, again, are intended to construe inclusion of cycloalkyls). Thus "alkyl" includes, e.g., C_3 - C_8 cycloalkyl. The term "alkyl" also includes, e.g., C_3 - C_8 cycloalkyl C_1 - C_6 alkyl, which is a C_1 - C_6 alkyl having a C_3 - C_8 cycloalkyl terminus. Alkyl's can be optionally substituted with any appropriate group, including but not limited to one or more moieties selected from halo, hydroxyl, amino, arylalkyl, heteroarylalkyl, alkylamino, arylamino, alkoxy, aryloxy, nitro, cyano, sulfonic acid, sulfate, phosphonic acid, phosphate, or phosphonate, either unprotected, or protected as necessary, as known to those skilled in the art or as taught, for example, in Greene, et al., "Protective Groups in Organic Synthesis," John Wiley and Sons, Second Edition, 1991.

The term alkoxy refers to the group —O— (substituted alkyl), the substitution on the alkyl group generally containing more than only carbon (as defined by alkoxy). One exemplary substituted alkoxy group is "polyalkoxy" or —O— (optionally substituted alkylene)-(optionally substituted alkoxy), and includes groups such as —OCH₂CH₂OCH₃, and glycol ethers such as polyethyleneglycol and —O(CH₂CH₂O)_xCH₃, where x is an integer of between about 2 and about 20, in another example, between about 2 and about 10, and in a further example between about 2 and about 5. Another exemplary substituted alkoxy group is hydroxyalkoxy or —OCH₂(CH₂)_yOH, where y is for example an integer of between about 1 and about 10, in another example y is an integer of between about 1 and about 4.

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The term alkenyl refers to a univalent C_2-C_6 straight, branched, or in the case of C_{5-8} , cyclic hydrocarbon with at least one double bond.

The term aryl refers to a univalent phenyl, biphenyl, naphthyl, and the like. The aryl group can be optionally substituted with any suitable group, including but not limited to one or more moieties selected from halo, hydroxyl, amino, alkylamino, arylamino, alkoxy, aryloxy, nitro, cyano, sulfonic acid, sulfate, phosphonic acid, phosphate, or phosphonate, either unprotected, or protected as necessary, as known to those skilled in the art, for example, as taught in Greene, et al., "Protective Groups in Organic Synthesis," John Wiley and Sons, Second Edition, 1991). As well, substitution on an aryl can include fused rings such as in tetrahydronaphthalene, chromen-2-one, dibenzofuran, and the like. In such cases, e.g. tetrahydronaphthalene, the aryl portion of the tetrahydronaphthalene is attached to the portion of a molecule described as having an aryl group.

The term heteroatom means O, S, P, or N.

The term heterocycle refers to a cyclic alkyl, alkenyl, or aryl moiety as defined above wherein one or more ring carbon atoms is replaced with a heteroatom.

The term heteroaryl specifically refers to an aryl that includes at least one of sulfur, oxygen, and nitrogen in the aromatic ring. Non-limiting examples are pyryl, furyl, pyridyl, 1,2,4-thiadiazolyl, pyrimidyl, thienyl, isothiazolyl, imidazolyl, tetrazolyl, pyrazinyl, pyrimidyl, quinolyl, isoquinolyl, benzothienyl, isobenzofuryl, pyrazolyl, indolyl, purinyl, carbazolyl, benzimidazolyl, and isoxazolyl.

The term halo refers to chloro, fluoro, iodo, or bromo.

As used herein, the term pharmaceutically acceptable salts or complexes refers to salts or complexes that retain the desired biological activity of the above-identified compounds and exhibit minimal or no undesired toxicological effects. Examples of such salts include, but are not limited to acid addition salts formed with inorganic acids (for example, hydrochloric acid, hydrobromic acid, sulfuric acid, phosphoric acid, nitric acid, and the like), and salts formed with organic acids such as acetic acid, oxalic acid, tartaric acid, succinic acid, malic acid, ascorbic acid, benzoic acid, tannic acid, pantoic acid, alginic acid, polyglutamic acid, naphthalenesulfonic acid, naphthalenedisulfonic acid, and polygalacturonic acid. The compounds can also be administered as pharmaceutically acceptable quaternary salts known by those skilled in the art, which specifically include the quaternary ammonium salt of the formula $-NR^+Z^-$, wherein R is hydrogen, alkyl, or benzyl, and Z is a counterion, including chloride, bromide, iodide, $-O$ -alkyl, toluenesulfonate, methylsulfonate, sulfonate, phosphate, or carboxylate (such as benzoate, succinate, acetate, glycolate, maleate, malate, citrate, tartrate, ascorbate, benzoate, cinnamate, mandelate, benzyloate, and diphenyl-acetate).

The term pharmaceutically active derivative refers to any compound that upon administration to the recipient, is capable of providing directly or indirectly, the compounds disclosed herein.

In some examples, as will be appreciated by those skilled in the art, two adjacent carbon containing groups on an aromatic system may be fused together to form a ring structure. The fused ring structure may contain heteroatoms and may be substituted with one or more substitution groups "R". It should additionally be noted that for cycloalkyl (i.e. saturated ring structures), each positional carbon may contain two substitution groups, e.g. R and R'.

Some of the compounds of the invention may have imino, amino, oxo or hydroxy substituents off aromatic heterocyclic ring systems. For purposes of this disclosure, it is understood

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that such imino, amino, oxo or hydroxy substituents may exist in their corresponding tautomeric form, i.e., amino, imino, hydroxy or oxo, respectively.

Compounds of the invention are generally named using ACD/Name (available from Advanced Chemistry Development, Inc. of Toronto, Canada). This software derives names from chemical structures according to systematic application of the nomenclature rules agreed upon by the International Union of Pure and Applied Chemistry (IUPAC), International Union of Biochemistry and Molecular Biology (IUBMB), and the Chemical Abstracts Service (CAS).

The compounds of the invention, or their pharmaceutically acceptable salts, may have asymmetric carbon atoms, oxidized sulfur atoms or quaternized nitrogen atoms in their structure.

The compounds of the invention and their pharmaceutically acceptable salts may exist as single stereoisomers, racemates, and as mixtures of enantiomers and diastereomers. The compounds may also exist as geometric isomers. All such single stereoisomers, racemates and mixtures thereof, and geometric isomers are intended to be within the scope of this invention.

Methods for the preparation and/or separation and isolation of single stereoisomers from racemic mixtures or non-racemic mixtures of stereoisomers are well known in the art. For example, optically active (R)- and (S)-isomers may be prepared using chiral synthons or chiral reagents, or resolved using conventional techniques. When desired, the R- and S-isomers may be resolved by methods known to one skilled in the art, for example by: formation of diastereoisomeric salts or complexes which may be separated, for example, by crystallization; via formation of diastereoisomeric derivatives which may be separated, for example, by crystallization, gas-liquid or liquid chromatography; selective reaction of one enantiomer with an enantiomer-specific reagent, for example enzymatic oxidation or reduction, followed by separation of the modified and unmodified enantiomers; or gas-liquid or liquid chromatography in a chiral environment, for example on a chiral support, such as silica with a bound chiral ligand or in the presence of a chiral solvent. It will be appreciated that where a desired enantiomer is converted into another chemical entity by one of the separation procedures described above, a further step may be required to liberate the desired enantiomeric form. Alternatively, specific enantiomer may be synthesized by asymmetric synthesis using optically active reagents, substrates, catalysts or solvents, or by converting one enantiomer to the other by asymmetric transformation. For a mixture of enantiomers, enriched in a particular enantiomer, the major component enantiomer may be further enriched (with concomitant loss in yield) by recrystallization.

"Optional" or "optionally" means that the subsequently described event or circumstance may or may not occur, and that the description includes instances where said event or circumstance occurs and instances in which it does not. It will be understood by one skilled in the art with respect to any group containing one or more substituents that such groups are not intended to introduce any substitution or substitution patterns that are sterically impractical and/or synthetically nonfeasible. "Optionally substituted" refers to all subsequent modifiers in a term, for example in the term "optionally substituted C_{1-6} alkylaryl," optional substitution may occur on both the " C_{1-6} alkyl" portion and the "aryl" portion of the molecule; and for example, optionally substituted alkyl includes optionally substituted cycloalkyl groups, which in turn are defined as including optionally substituted alkyl groups, potentially ad infinitum.

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"Substituted" alkyl, aryl, and heterocyclyl, for example, refer respectively to alkyl, aryl, and heterocyclyl, wherein one or more (for example up to about 5, in another example, up to about 3) hydrogen atoms are replaced by a substituent independently selected from, but not limited to: optionally substituted alkyl (e.g., fluoroalkyl), optionally substituted alkoxy, alkylendioxy (e.g. methylenedioxy), optionally substituted amino (e.g., alkylamino and dialkylamino), optionally substituted amidino, optionally substituted aryl (e.g., phenyl), optionally substituted arylalkyl (e.g., benzyl), optionally substituted aryloxy (e.g., phenoxy), optionally substituted arylalkyloxy (e.g., benzyloxy), carboxy ($-\text{COOH}$), carboalkoxy (i.e., acyloxy or $-\text{OOCR}$), carboxyalkyl (i.e., esters or $-\text{COOR}$), carboxamido, aminocarbonyl, benzyloxycarbonylamino (CBZ-amino), cyano, carbonyl, halogen, hydroxy, optionally substituted heterocyclylalkyl, optionally substituted heterocyclyl, nitro, sulfanyl, sulfinyl, sulfonyl, and thio.

"Prodrug" refers to compounds that are transformed (typically rapidly) in vivo to yield the parent compound of the above formulae, for example, by hydrolysis in blood. Common examples include, but are not limited to, ester and amide forms of a compound having an active form bearing a carboxylic acid moiety. Examples of pharmaceutically acceptable esters of the compounds of this invention include, but are not limited to, alkyl esters (for example with between about 1 and about 6 carbons) wherein the alkyl group is a straight or branched chain. Acceptable esters also include cycloalkyl esters and arylalkyl esters such as, but not limited to benzyl. Examples of pharmaceutically acceptable amides of the compounds of this invention include, but are not limited to, primary amides, and secondary and tertiary alkyl amides (for example with between about 1 and about 6 carbons). Amides and esters of the compounds of the present invention may be prepared according to conventional methods. A thorough discussion of prodrugs is provided in T. Higuchi and V. Stella, "Pro-drugs as Novel Delivery Systems," Vol 14 of the A.C.S. Symposium Series, and in Bioreversible Carriers in Drug Design, ed. Edward B. Roche, American Pharmaceutical Association and Pergamon Press, 1987, both of which are incorporated herein by reference.

"Metabolite" refers to the break-down or end product of a compound or its salt produced by metabolism or biotransformation in the animal or human body; e.g., biotransformation to a more polar molecule such as by oxidation, reduction, or hydrolysis, or to a conjugate (see Goodman and Gilman, "The Pharmacological Basis of Therapeutics" 8.sup.th Ed., Pergamon Press, Gilman et al. (eds), 1990 for a discussion of biotransformation). As used herein, the metabolite of a compound of the invention or its salt may be the biologically active form of the compound in the body. In one example, a prodrug may be synthesized such that the biologically active form, a metabolite, is released in vivo. In another example, a biologically active metabolite is discovered serendipitously, that is, no prodrug design per se was undertaken. An assay for activity of a metabolite of a compound of the present invention is known to one of skill in the art in light of the present disclosure.

In addition, the compounds of the present invention can exist in unsolvated as well as solvated forms with pharmaceutically acceptable solvents such as water, ethanol, and the like. In general, the solvated forms are considered equivalent to the unsolvated forms for the purposes of the present invention.

In addition, it is intended that the present invention cover compounds made either using standard organic synthetic techniques, including combinatorial chemistry or by biologi-

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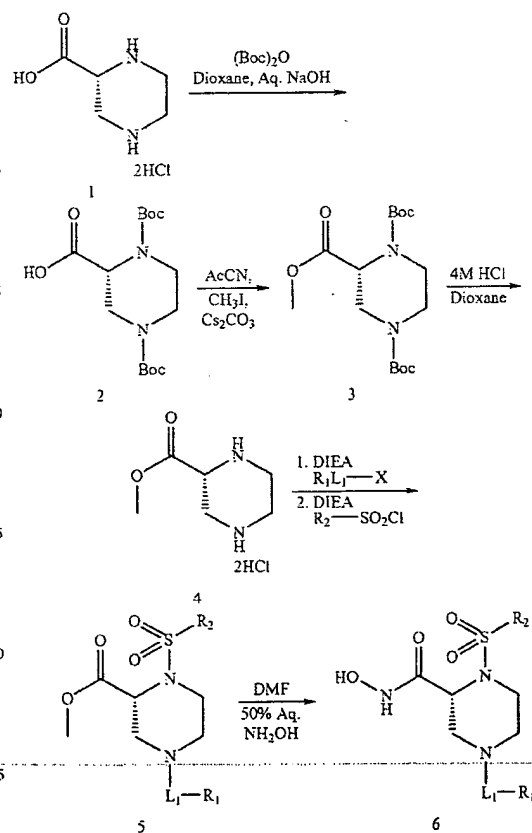
cal methods, such as bacterial digestion, metabolism, enzymatic conversion, and the like.

Experimental Section

The compounds of the invention can be made in accordance with the following general description and following the teachings provided in the Example Section, below, and methods routine to those of ordinary skill in the art. The examples are merely illustrative and are not intended to be limiting.

N-Hydroxy-1,4-disubstituted piperazine-2-carboxamides of the present invention can be synthesized using the methods described below. Method A begins with the reaction of piperazine-2-(R)-carboxylic acid dihydrochloride (1), for example, with di-tert-butyl dicarbonate to yield the bis-Boc protected intermediate 2, which is esterified, for example, with methyl iodide in the presence of cesium carbonate to form methyl ester 3. The Boc groups are then removed from 3 to yield piperazine dihydrochloride intermediate 4.

METHOD A

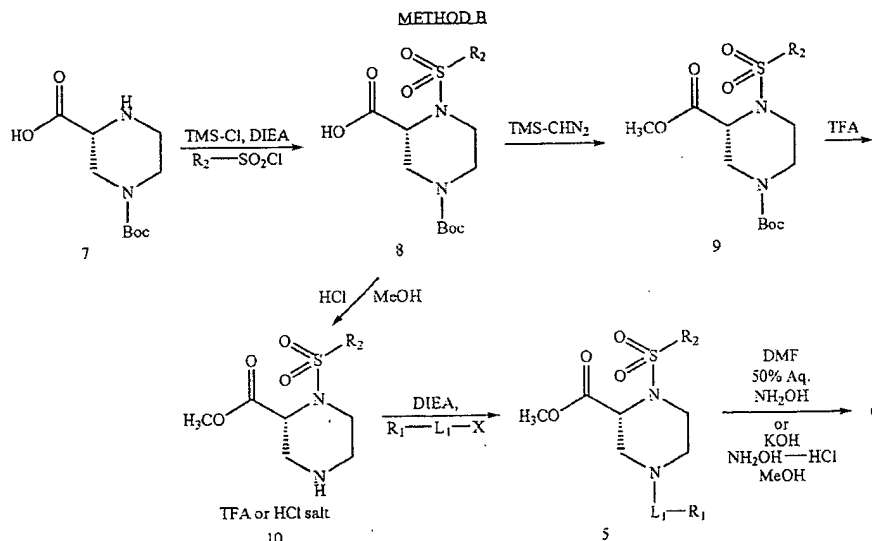


In one pot, the N4 nitrogen of 4 is selectively acylated, carbamylated, sulfonylated, alkylated, and the like, followed by sulfonylation of the N1 nitrogen to form the disubstituted piperazine 5. The methyl ester group of 5 is then converted to the hydroxamate in a mixture of DMF and 50% aqueous hydroxylamine, for example, to give the corresponding N-hydroxy-1,4-disubstituted piperazine-2-(R)-carboxamide 6, in accordance with formula 1.

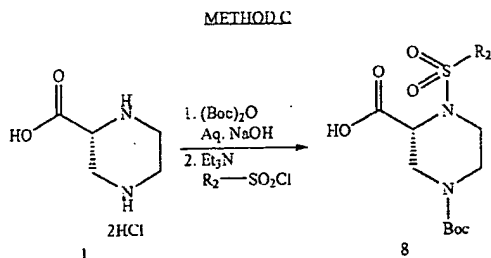
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Method B begins with the sulfonylation of the N1 nitrogen of mono-Boc protected piperazine-2-(R)-carboxylic acid 7, for example, through the use of trimethylsilyl chloride and an appropriate sulfonyl chloride (see synthesis below) to form intermediate 8. Intermediate 8 is then esterified with TMS-diazomethane to form methyl ester 9, followed by deprotection of the Boc group with TFA to form the TFA salt of 10. Alternatively, compound 8 can be simultaneously esterified and Boc-deprotected using HCl in methanol to form the HCl salt of 10. The N4 nitrogen of 10 is acylated, carbamylated, sulfonated, alkylated, etc. to form methyl ester 5, which is converted to the hydroxamate 6 (see structure in Method A description) using a mixture of DMF and 50% aqueous hydroxylamine as described above or, alternatively, by treatment with hydroxylamine under basic conditions (KOH in MeOH).



Method C begins with the one pot synthesis of the disubstituted piperazine-2-(R)-carboxylic acid 8 from the dihydrochloride 1. First, under Schotten-Baumann conditions, the N4 nitrogen of 1 is selectively Boc-protected, followed by the addition of triethylamine and the appropriate sulfonyl chloride to sulfonylate the N1 nitrogen to form 8. From intermediate 8, the desired hydroxamates 6 are formed as described in Method B.



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EXAMPLE SECTION

Example 1

N-Hydroxy-1-[4-(4-fluorophenoxy)-phenyl]sulfonyl-4-(4-morpholinyl-carbonyl)piperazine-2-(R)-carboxamide (Method A)

Step 1—Formation of 1,4-di-tert-butoxycarbonylpiperazine-2-(R)-carboxylic acid. Piperazine-2-(R)-carboxylic acid dihydrochloride (16.6 g, 82 mmol) and dioxane (120 ml) were combined and cooled in an icebath. 5N NaOH (60 ml, 300 mmol) was added, followed by (Boc)₂O (41.8 g, 191 mmol). The reaction mixture was allowed to warm to room temperature with stirring over several hours, then concentrated in vacuo. The resulting aqueous mixture was washed

with Et₂O (3×), cooled in an icebath, acidified to pH 2-3 with concentrated HCl and extracted with EtOAc (3×). Combined EtOAc extractions were washed with water (1×), saturated NaCl (1×), dried (Na₂SO₄), and concentrated in vacuo to give 1,4-di-tert-butoxycarbonylpiperazine-2-(R)-carboxylic acid as a white solid (27.0 g, 100%). LC/MS Calcd for [M-H]⁻ 329.2, found 329.2.

Step 2—Formation of methyl 1,4-di-tert-butoxycarbonylpiperazine-2-(R)-carboxylate. 1,4-Di-tert-butoxycarbonylpiperazine-2-(R)-carboxylic acid (70 g, 212 mmol) was dissolved in acetonitrile (1.3 L):Cs₂CO₃ (110 g, 340 mmol) was added and the mixture stirred for 30 minutes at room temperature before the addition of methyl iodide (28 ml, 450 mmol). The reaction mixture was stirred at room temperature overnight, solids were filtered and the filtrate concentrated in vacuo. The resulting oil was dissolved in EtOAc and any insoluble material filtered. The filtrate was concentrated in vacuo to give methyl 1,4-di-tert-butoxycarbonylpiperazine-2-(R)-carboxylate (69 g, 95%). LC/MS Calcd for [M+H]⁺ 345.2, found 145.1 (-Boc X 2).

Step 3—Formation of methyl piperazine-2-(R)-carboxylate dihydrochloride. Methyl 1,4-di-tert-butoxycarbonylpiperazine-2-(R)-carboxylate (2.9 g, 8.5 mmol) was dissolved in

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4M HCl in dioxane (30 ml) and stirred at room temperature for 30-60 minutes, forming a thick white precipitate. The reaction mixture was concentrated in vacuo and the resulting white solid dried under high vacuum to give methyl piperazine-2-(R)-carboxylate dihydrochloride (1.9 g, 100%). LC/MS Calcd for $[M+H]^+$ 145.1, found 145.1.

Step 4—Formation of methyl 1-[4-(4-fluorophenoxy)phenyl]sulfonyl-4-(4-morpholinylcarbonyl)piperazine-2-(R)-carboxylate Methyl piperazine-2-(R)-carboxylate dihydrochloride (676 mgs, 3.1 mmol) was dissolved in CH_2Cl_2 (7 mls) and DIEA (2.1 mls, 12.4 mmol) and cooled in an icebath. Morpholinecarbonyl chloride (450 mgs, 3.0 mmol) dissolved in methylene chloride (2.5 mls) was added dropwise with stirring. After addition was complete, the reaction mixture was allowed to warm to room temperature and stirred for an additional 2-3 hrs. Additional DIEA (0.6 mls, 3.4 mmol) was added, followed by 4-(4-fluorophenoxy)phenylsulfonyl chloride (904 mg, 3.1 mmol) and the reaction mixture stirred at room temperature overnight. The reaction mixture was concentrated in vacuo and the resulting residue redissolved in EtOAc and washed with water (1x), 1.0N HCl (2x), dried (Na_2SO_4), concentrated in vacuo and purified by flash chromatography (3:1 EtOAc:hexanes) to give methyl 1-[4-(4-fluorophenoxy)phenyl]sulfonyl-4-(4-morpholinylcarbonyl)piperazine-2-(R)-carboxylate (1.11 g, 70%). LC/MS Calcd for $[M+H]^+$ 508.1, found 508.1.

Step 5—Formation of N-hydroxy-1-[4-(4-fluorophenoxy)phenyl]sulfonyl-4-(4-morpholinylcarbonyl)piperazine-2-(R)-carboxamide Methyl 1-[4-(4-fluorophenoxy)phenyl]sulfonyl-4-(4-morpholinylcarbonyl)piperazine-2-(R)-carboxylate (1.11 g, 2.2 mmol) was dissolved in DMF (17 mls) to which was added 50% aqueous NH_2OH (20 mls) and the reaction mixture stirred at room temperature overnight. The reaction mixture was poured into cold 1.0N HCl (100-120 mls) and extracted with EtOAc (4x). The combined EtOAc extractions were washed with 10% aqueous LiCl (4x), saturated NaCl (1x), dried (Na_2SO_4), and concentrated in vacuo. The crude product was purified by flash chromatography (EtOAc) and the resulting pure oil was dissolved in 1:1 acetonitrile:water and lyophilized to give N-hydroxy-1-[4-(4-fluorophenoxy)phenyl]sulfonyl-4-(4-morpholinylcarbonyl)piperazine-2-(R)-carboxamide as a white solid (659 mg, 59%). LC/MS Calcd for $[M+H]^+$ 509.1, found 509.1. 1H NMR (400 MHz, CD_3OD): δ 7.69 (d, 2H, J=9.2 Hz), 7.04 (m, 4H), 6.95 (d, 2H, J=9.2 Hz), 4.30 (m, 1H), 3.76 (m, 1H), 3.50 (m, 7H), 3.10 (m, 4H), 2.90 (dd, 1H, J=13.2, 4.4 Hz), 2.72 (m, 1H).

Example 2

N-Hydroxy-1-[4-(4-fluorophenoxy)-3,5-difluorophenyl]sulfonyl-4-(ethoxycarbonyl)piperazine-2-(R)-carboxamide (Method B)

Step 1—Formation of 1-[4-(4-fluorophenoxy)-3,5-difluorophenyl]sulfonyl-4-boc-piperazine-2-(R)-carboxylic acid 4-Boc-piperazine-2-(R)-carboxylic acid (933 mg, 4.05 mmol), CH_2Cl_2 (12 ml), DMF (6 ml), and DIEA (2.5 ml, 14.3 mmol) were combined under N_2 . TMS-Cl (810 μ l, 6.38 mmol) was added slowly and the mixture stirred at room temperature for approximately 2 hrs. 4-(4-fluorophenoxy)-3,5-difluorophenylsulfonyl chloride (1.43 g, 4.43 mmol) dissolved in a minimum of CH_2Cl_2 was added and the mixture stirred at room temperature for another 2 hrs. The reaction mixture was diluted with EtOAc and washed with 0.5N HCl (3x), sat'd NaCl (1x), dried (Na_2SO_4), and concentrated in vacuo. The resulting crude oil was purified by flash chroma-

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tography (6:4 hexanes:EtOAc+1% AcOH) to give the desired product (1.37 g, 65%). LC/MS Calcd for $[M+H]^+$ 517.1, found 417.0 (-Boc).

Step 2—Formation of methyl 1-[4-(4-fluorophenoxy)-3,5-difluorophenyl]sulfonyl-4-boc-piperazine-2-(R)-carboxylate. 1-[4-(4-fluorophenoxy)-3,5-difluorophenyl]sulfonyl-4-boc-piperazine-2-(R)-carboxylic acid (1.37 g, 2.65 mmol) was dissolved in CH_2Cl_2 (40 ml) and MeOH (10 ml). A mixture of 2M TMS- CHN_2 in hexanes (2.5 ml, 5 mmol) and CH_2Cl_2 (10 ml) was added dropwise with stirring and the reaction followed by TLC. Upon completion of the reaction, AcOH (1.0 ml) was added dropwise with stirring. The reaction mixture was further diluted with CH_2Cl_2 and washed with water (1x), saturated $NaHCO_3$ (2x), saturated NaCl (1x), dried ($MgSO_4$), and concentrated in vacuo. The crude oil was purified by flash chromatography (3:1 hexanes:EtOAc) to give the desired product (1.10 g, 78%). LC/MS Calcd for $[M+H]^+$ 531.1, found 431.0 (-Boc).

Step 3—Formation of methyl 1-[4-(4-fluorophenoxy)-3,5-difluorophenyl]sulfonyl-piperazine-2-(R)-carboxylate TFA salt. Methyl 1-[4-(4-fluorophenoxy)-3,5-difluorophenyl]sulfonyl-4-boc-piperazine-2-(R)-carboxylate (1.10 g, 2.07 mmol) was dissolved in a minimum of CH_2Cl_2 to which was added neat TFA (10 ml). The mixture was stirred at room temperature for approximately 30 min, concentrated in vacuo, further dried for several hours under high vacuum and used without further purification. LC/MS Calcd for $[M+H]^+$ 431.1, found 431.0.

Step 4—Formation of methyl 1-[4-(4-fluorophenoxy)-3,5-difluorophenyl]sulfonyl-4-(ethoxycarbonyl)piperazine-2-(R)-carboxylate. To a mixture of methyl 1-[4-(4-fluorophenoxy)-3,5-difluorophenyl]sulfonyl-piperazine-2-(R)-carboxylate TFA salt (344 mg, 0.63 mmol), CH_2Cl_2 (10 ml), and DIEA (250 μ l, 1.43 mmol) under N_2 was added ethyl chloroformate (65 μ l, 0.68 mmol). The mixture was stirred under N_2 at room temperature for 1.5 hrs, then washed with 1.0N HCl (2x), saturated NaCl (1x), dried (Na_2SO_4), and concentrated in vacuo. The crude residue was purified by flash chromatography (3:1 hexanes:EtOAc) to give the desired product (218 mgs, 69%). LC/MS Calcd for $[M+H]^+$ 503.1, found 503.0.

Step 5—Formation of N-hydroxy-1-[4-(4-fluorophenoxy)-3,5-difluorophenyl]sulfonyl-4-(ethoxycarbonyl)piperazine-2-(R)-carboxamide. A 1.7M solution of NH_2OH in MeOH was prepared by mixing a solution of KOH (2.80 g, 50.0 mmol) in MeOH (7.0 ml) with a hot solution of NH_2OH HCl salt (2.40 g, 34.5 mmol) in MeOH (12.0 ml) and filtering the resulting solids after cooling to room temperature. Methyl 1-[4-(4-fluorophenoxy)-3,5-difluorophenyl]sulfonyl-4-(ethoxycarbonyl)piperazine-2-(R)-carboxylate (218 mg, 0.43 mmol) was dissolved in the 1.7M NH_2OH in MeOH solution (4.0 ml) and stirred at room temperature for 30-45 minutes. The reaction mixture was then diluted with 1.0N HCl and extracted with EtOAc (3x). Combined EtOAc extractions were washed with saturated NaCl (1x), dried (Na_2SO_4), and concentrated in vacuo. The resulting crude residue was purified by flash chromatography (1:1 EtOAc:hexanes) to give a colorless film which was lyophilized from 1:1 AcCN:H₂O to give the desired product as a white solid (136 mg, 62%). LC/MS Calcd for $[M+H]^+$ 504.1, found 504.0. 1H NMR (400 MHz, CD_3OD): δ 7.58 (m, 2H), 7.03 (m, 4H), 4.27 (m, 2H), 4.07 (m, 3H), 3.75 (m, 2H), 3.30 (m, 1H), 3.06 (m, 1H), 1.22 (m, 3H).

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Example 3

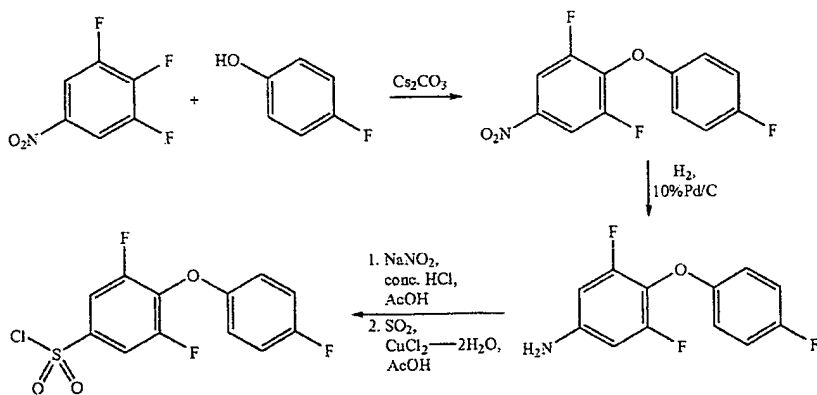
N-Hydroxy-1-[4-(4-cyanophenoxy)-3-fluorophenyl]
sulfonyl-4-(2-methoxy-1-ethoxycarbonyl)piperazine-
2-(R)-carboxamide (Method C)

Step 1—Formation of 1-[4-(4-cyanophenoxy)-3-fluorophenyl]
sulfonyl-4-boc-piperazine-2-(R)-carboxylic acid.

Piperazine-2-(R)-carboxylic acid dihydrochloride (1.25 g, 6.1 mmol), dioxane (15 mls) and water (6.0 mls) were combined and cooled in an icebath. 9N NaOH (2.0 mls, 18 mmol) was added slowly with stirring, followed by (Boc)₂O (1.35 g, 6.2 mmol). The reaction mixture was allowed to warm to room temperature and stirred for an additional 3-4 hrs. Et₃N (1.8 mls, 13 mmol) was added, followed by 4-cyanophenoxy-3-fluorophenylsulfonyl chloride (2.00 g, 6.4 mmol). The reaction mixture is stirred at room temperature for 1-2 hrs, then concentrated in vacuo. The resulting residue was partitioned between 1.0N HCl and EtOAc. Phases were separated and the aqueous phase was further extracted with EtOAc (2x). Combined EtOAc extractions were washed with 1.0N HCl (1x), saturated NaCl (1x), dried (MgSO₄), and concentrated in vacuo. The resulting residue is purified by flash chromatography (7:3 hexanes:EtOAc+1% AcOH) to give the desired product (1.1 g, 35%). LC/MS Calcd for [M-H]⁻ 504.1, found 504.3.

Step 2. Methyl 1-[4-(4-cyanophenoxy)-3-fluorophenyl]
sulfonyl-4-boc-piperazine-2-(R)-carboxylate was made in the same manner as Example 2, step 2, except purification by flash chromatography was unnecessary. 1.10 g recovered (97%). LC/MS Calcd for [M+H]⁺ 520.1, found 420.1 (-Boc).

Step 3. Methyl 1-[4-(4-cyanophenoxy)-3-fluorophenyl]
sulfonyl-piperazine-2-(R)-carboxylate TFA salt was made in the same manner as Example 2, step 3. LC/MS Calcd for [M+H]⁺ 420.1, found 420.2.



Step 4. Methyl 1-[4-(4-cyanophenoxy)-3-fluorophenyl]
sulfonyl-4-(2-methoxy-1-ethoxycarbonyl)piperazine-2-(R)-
carboxylate was made in the same manner as Example 2, step 4. 438 mgs recovered (83%). LC/MS Calcd for [M+H]⁺ 522.1, found 522.2.

Step 5. N-Hydroxy-1-[4-(4-cyanophenoxy)-3-fluorophenyl]
sulfonyl-4-(2-methoxy-1-ethoxycarbonyl)piperazine-
2-(R)-carboxamide was made in the same manner as
Example 2, step 5. 46 mg recovered (10%). LC/MS Calcd for
[M-H]⁻ 521.1, found 521.2. ¹H NMR (400 MHz, CD₃OD): δ
7.73 (m, 3H), 7.65 (m, 1H), 7.34 (m, 1H), 7.19 (d, 2H, J=8.4

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Hz), 4.29 (m, 2H), 4.14 (m, 3H), 3.74 (m, 2H), 3.55 (m, 2H),
3.33 (s, 3H), 3.25 (m, 1H), 3.04 (m, 1H).

Example 4

Synthesis of Sulfonyl Chloride Intermediates

Example 4a

4-(4-fluorophenoxy)-3,5-difluorophenylsulfonyl
chloride

Step 1. A mixture of 3,4,5-trifluoronitrobenzene (20.0 g, 113 mmol, commercially available from AsymChem of Durham, N.C.), dry DMF (100 ml), 4-fluorophenol (13.9 g, 124 mmol), and CS₂CO₃ (56 g, 172 mmol) was stirred under N₂ at 60-70° C. for 1-2 hrs. After cooling to room temperature, the reaction mixture was partitioned between H₂O and EtOAc. The phases were separated and the aqueous phase was further extracted with EtOAc (2x). The EtOAc extractions were washed with sat'd NaCl (1x), dried over Na₂SO₄, and concentrated in vacuo to give 4-(4-fluorophenoxy)-3,5-difluoronitrobenzene (32.0 g, 105%) which was used in the next step without further purification. ¹H NMR (DMSO-d₆): δ 7.15 (m, 2H), 7.22 (m, 2H), 8.31 (d, 2H, J=7.6 Hz).

Step 2. A mixture of 4-(4-fluorophenoxy)-3,5-difluoronitrobenzene (30.4 g, 113 mmol), EtOAc (300 ml), 10% Pd/C (2.6 g) was stirred under an atmosphere of H₂ at room temperature and pressure for approximately 6 hrs. The reaction mixture was filtered through Celite and concentrated in vacuo to give 4-(4-fluorophenoxy)-3,5-difluoroaniline (26.5 g, 98%) which was used in the next step without further purification. ¹H NMR (CDCl₃): δ 3.82 (s, 2H), 6.26 (d, 2H, J=8.4 Hz), 6.88 (m, 2H), 6.93 (m, 2H).

Step 3. A solution of NaNO₂ (8.4 g, 122 mmol) in H₂O (20 ml) was added dropwise to a mixture of 4-(4-fluorophenoxy)-3,5-difluoroaniline (26.5 g, 111 mmol), AcOH (160 ml), and conc. HCl (160 ml) cooled in an ice/NaCl/H₂O bath. After addition was complete, the mixture was stirred an additional 20-30 minutes before a mixture of SO₂ (74 g, 1.15 mol) in AcOH (140 ml) and CuCl₂·2H₂O (11.1 g, 65 mmol) in H₂O (16 ml) was added. The reaction mixture was removed from the ice bath and stirred at room temperature for 1-2 hrs. The reaction mixture was poured into ice water and extracted with CH₂Cl₂ (3x). The combined CH₂Cl₂ extractions were washed

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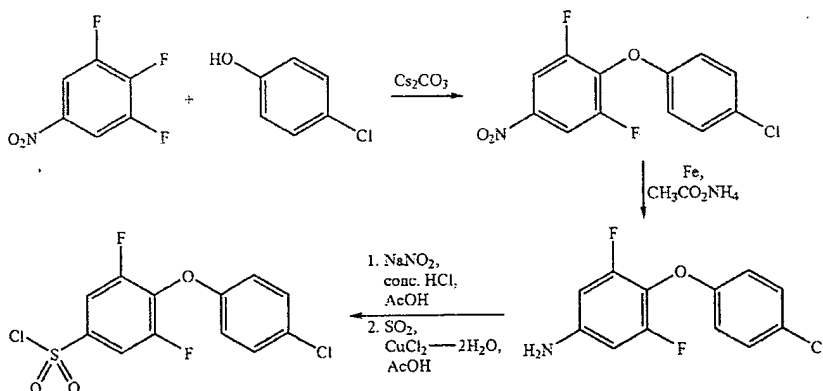
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with sat'd NaCl (1x), dried over Na₂SO₄, and concentrated in vacuo. The resulting crude oil was purified by flash chromatography (9:1 hexanes:EtOAc) to give 4-(4-fluorophenoxy)-3,5-difluorophenyl sulfonyl chloride (29.8 g, 83%). ¹H NMR (CDCl₃): δ 6.94 (m, 2H), 7.10 (m, 2H), 7.71 (d, 2H, J=6.4 Hz).

Example 4b

4-(4-Chlorophenoxy)-3,5-difluorophenylsulfonyl chloride

Step 1. A mixture of 3,4,5-trifluoronitrobenzene (6.6 g, 37 mmol), dry DMF (30 ml), 4-chlorophenol (5.26 g, 41 mmol), and Cs₂CO₃ (18.8 g, 58 mmol) was stirred under N₂ at 60-70 °C for 1-2 hrs. After cooling to room temperature, the reaction mixture was partitioned between H₂O and EtOAc. The phases were separated and the aqueous phase was further extracted with EtOAc (2x). The EtOAc extractions were washed with sat'd NaCl (1x), dried over Na₂SO₄, and concentrated in vacuo to give 4-(4-chlorophenoxy)-3,5-difluoronitrobenzene (11.3 g, 106%) which was used in the next step without further purification. ¹H NMR (CDCl₃): δ 6.90 (d, 2H, J=7.6 Hz), 7.28 (d, 2H, J=7.6 Hz), 7.94 (d, 2H, J=6.4 Hz). Note: K₂CO₃/acetonitrile can be used in lieu of Cs₂CO₃/DMF.



Step 2. A mixture of 4-(4-chlorophenoxy)-3,5-difluoronitrobenzene (10.6 g, 37 mmol), toluene (150 ml), H₂O (150 ml), iron powder (6.9 g, 124 mmol), and ammonium acetate (9.3 g, 120 mmol) was heated to reflux with stirring for 2-3 hrs. After cooling to room temperature, the reaction mixture was filtered through Celite with thorough washing with H₂O and EtOAc. The filtrate was transferred to a separatory funnel and the phases separated. The aqueous phase was further extracted with EtOAc (2x). The combined organic phases were washed with H₂O (1x), sat'd NaCl (1x), dried over Na₂SO₄, and concentrated in vacuo to give 4-(4-chlorophenoxy)-3,5-difluoroaniline (10.8 g, 113%) which was used in the next step without further purification. ¹H NMR (CDCl₃): δ 3.81 (s, 2H), 6.27 (d, 2H, J=9.2 Hz), 6.85 (d, 2H, J=9.2 Hz), 7.21 (d, 2H, J=9.2 Hz).

Step 3. A solution of NaNO₂ (2.8 g, 41 mmol) in H₂O (7.0 ml) was added dropwise to a mixture of 4-(4-chlorophenoxy)-3,5-difluoroaniline (9.5 g, 37 mmol), AcOH (50 ml), and conc. HCl (50 ml) cooled in an ice/NaCl/H₂O bath. After addition was complete, the mixture was stirred an additional 20-30 minutes before a mixture of SO₂ (25 g, 290 mmol) in

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AcOH (50 ml) and CuCl₂·2H₂O (3.8 g, 22 mmol) in H₂O (6.0 ml) was added. The reaction mixture was removed from the ice bath and stirred at room temperature for 1-2 hrs. The reaction mixture was poured into ice water and extracted with CH₂Cl₂ (3x). The combined CH₂Cl₂ extractions were washed with sat'd NaCl (1x), dried over Na₂SO₄, and concentrated in vacuo. The resulting crude oil was purified by flash chromatography (9:1 hexanes:EtOAc) to give 4-(4-chlorophenoxy)-3,5-difluorophenylsulfonyl chloride (11.0 g, 87%). ¹H NMR (CDCl₃): δ 6.92 (d, 2H, J=7.2 Hz), 7.30 (d, 2H, J=7.2 Hz), 7.72 (d, 2H, J=4.8 Hz).

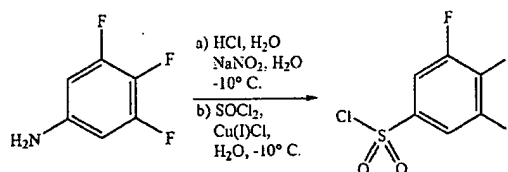
Example 4c

3,4,5-trifluorobenzenesulfonyl chloride

To a 2000 mL round-bottomed flask was added 800 mL distilled H₂O and a stir bar. Upon stirring, the flask was cooled to -10° C. in an ice-acetone bath. The flask was fitted with a 500 mL addition funnel and SOCl₂ (300 mL, 4.1 mol, 10 eq.) was added dropwise over a period of 1 h. After complete addition, the solution was stirred for 4 h while warming to room temperature.

Meanwhile, in a separate 500 mL recovery flask was added 3,4,5-trifluoroaniline (61 g, 0.41 mol, 1.0 eq.), conc. HCl (150

mL), and a stir bar. The resulting suspension was stirred vigorously and cooled to -10° C. The flask was fitted with a 250 mL addition funnel and a solution of NaNO₂ (34.3 g, 0.50 mol, 1.2 eq.) in H₂O (125 mL) was added to the suspension dropwise over a period of 10 min. The reaction mixture, now nearly homogeneous, is yellow-orange in color. The reaction mixture was stirred for an additional 30 min while carefully maintaining the temperature at -10° C.



The flask containing the SOCl₂/H₂O solution is cooled again to -10° C. and a catalytic amount of Cu(I)Cl (~50 mg)

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was added. The solution turns dark green in color. The flask was fitted with a 500 mL addition funnel (previously chilled to 0° C.) and the 3,4,5-trifluorodiazobenzene solution was quickly transferred to the funnel. The solution was immediately added dropwise over a period of 3 min. After addition, the reaction mixture slowly turns darker green in color, but after stirring for 5 min becomes bright, lime green. The reaction was stirred for an additional hour while warming to room temperature. The reaction mixture was transferred to a separatory funnel and extracted with CH₂Cl₂ (3×200 mL). The organic phases are combined and dried over anhydrous Na₂SO₄, filtered, and concentrated to give a dark-bronze oil (79.5 g, 83%).

Example 5

Enzyme Assays

mADAM-10 or hADAM-10 activity was measured as the ability to cleave a 10-residue peptide (DABCYL-Leu-Leu-Ala-Gln-Lys-^{*}-LeuArg-Ser-Scr-Arg-EDANS). This peptide was based on the TNF- α cleavage site (Leu⁶²-Arg⁷¹); however, we found that replacement of Ala⁷⁶-Val⁷⁷ with Lys-Leu resulted in a peptide with a 5-fold greater affinity for ADAM-10 than the native TNF- α peptide. Enzyme was diluted to a final active concentration of 5 nM in Buffer A (50 mM HEPES 8.0, 100 mM NaCl, 1 mM CaCl₂ and 0.01% NP-40). Serial dilutions for compounds were performed ranging from 100 μ M to 0.5 nM using a Beckman Biomek 2000 in polypropylene plates (Greiner). 20 μ L of enzyme solution was added to 10 μ L of compound in buffer A, and allowed to incubate for 15 min in 384 well black, Greiner, microtiter plates (#781076). 20 μ L of substrate (12.5 μ M in Buffer A) was then added, resulting in final reaction conditions of 2 nM ADAM-

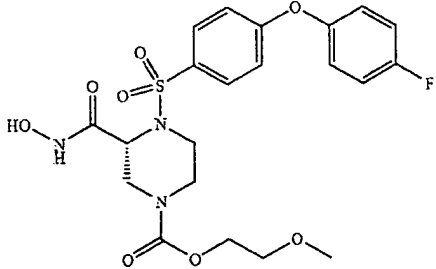
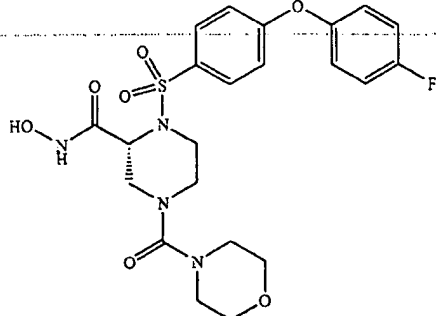
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10, 5 μ M substrate, and compound concentrations ranging from 20 μ M to 0.1 nM. The reaction was incubated for 2 hr at RT, and fluorescence was measured at Ex355, Em460 on a Wallac Victor 2 fluorescence reader. For final analysis of potent inhibitors, a similar reaction was set up with a final active ADAM-10 concentration of 0.1 nM. This reaction was incubated for 16 hr at RT and fluorescence was read using identical conditions.

One aspect of the invention is, for example, piperazine-derived hydroximates according to formula I, which are selective ADAM-10 inhibitors. In one embodiment, such inhibitors comprise a bis-aryl ether substitution for —R² (—R²¹-L²-R²², where R²¹ is phenylene, L² is oxygen, and R²² is phenyl), the proximal ring (R²¹) of which is substituted particularly with one or more halogens, more particularly with one or more fluorines, even more particularly with two or more fluorines. For example, by combining such groups with appropriate substitution, —L¹-R¹ and —R²², inhibitors that are selective for ADAM-10 are produced.

Table 5 below shows structure activity relationship data for selected compounds of the invention when tested in vitro with various metalloproteases. Inhibition is indicated as IC₅₀ with the following key: A=IC₅₀ less than 50 nM, B=IC₅₀ greater than 50 nM, but less than 1000 nM, C=IC₅₀ greater than 1000 nM, but less than 20,000 nM, and D=IC₅₀ greater than 20,000 nM. Blank cells indicate lack of data only. The abbreviations in Table 5 are defined as follows: TACE stands for TNF-alpha converting enzyme (also known as ADAM-17; MMP-1 stands for Fibroblast collagenase; MMP-2 stands for 72 kDa gelatinase (gelatinase A); MMP-3 stands for Stromelysin-1; MMP-8 stands for Neutrophil collagenase; MMP-9 stands for 92 kDa gelatinase (gelatinase B); and MMP-13 stands for collagenase-3.

TABLE 5

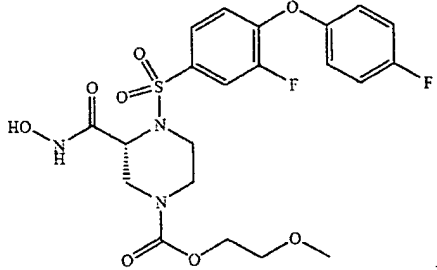
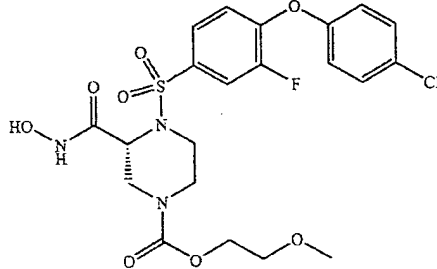
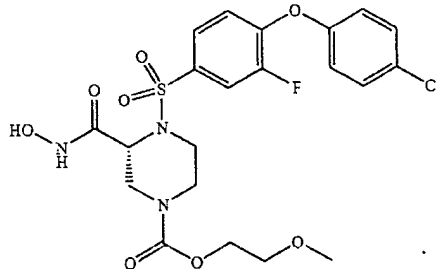
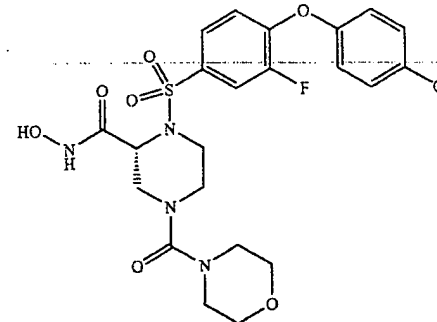
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1		A		A	A	A			A
2		A		A	A	A			A

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TABLE 5-continued

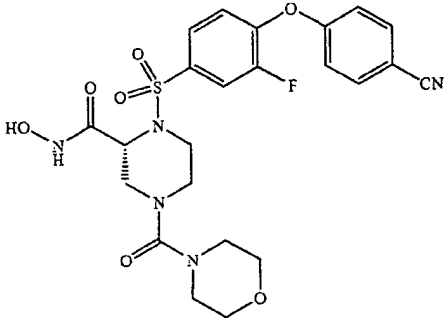
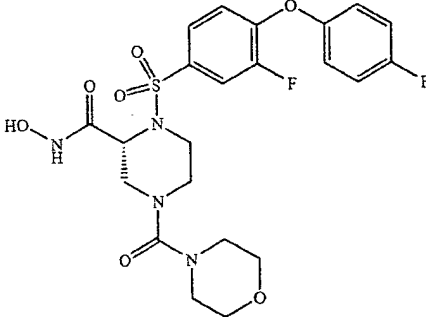
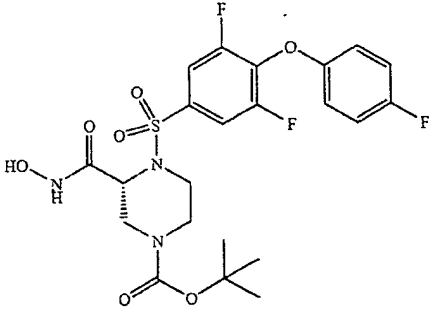
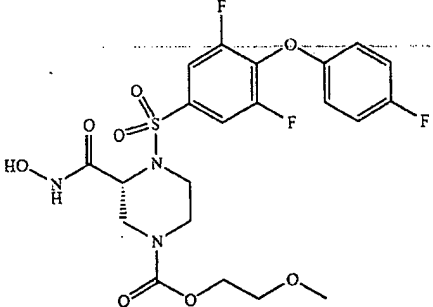
ENTRY	STRUCTURE	ADAM-10 IC ₅₀	TACE IC ₅₀	MMP-1 IC ₅₀	MMP-2 IC ₅₀	MMP-3 IC ₅₀	MMP-8 IC ₅₀	MMP-9 IC ₅₀	MMP-13 IC ₅₀
3		A		B	A	C			A
4		A		B	A	A			A
5		A		B	A	B			A
6		A		B	A	A			A

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TABLE 5-continued

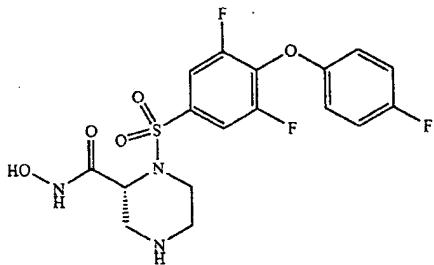
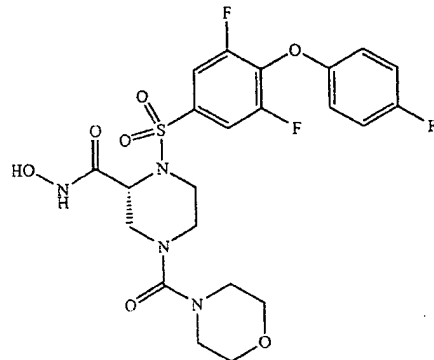
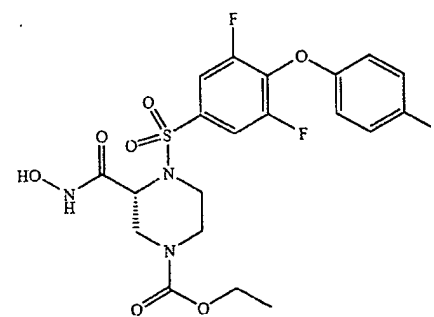
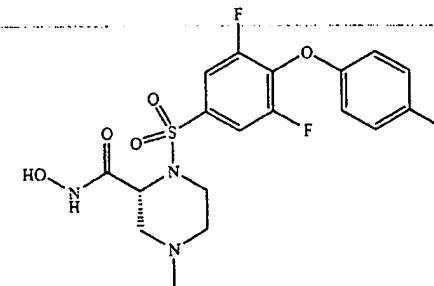
ENTRY	STRUCTURE	ADAM-10 IC ₅₀	TACE IC ₅₀	MMP-1 IC ₅₀	MMP-2 IC ₅₀	MMP-3 IC ₅₀	MMP-8 IC ₅₀	MMP-9 IC ₅₀	MMP-13 IC ₅₀
7		A		B	A	A			A
8		A		B	A	A			A
9		A		C	A	C			C
10		A		C	A	C			A

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TABLE 5-continued

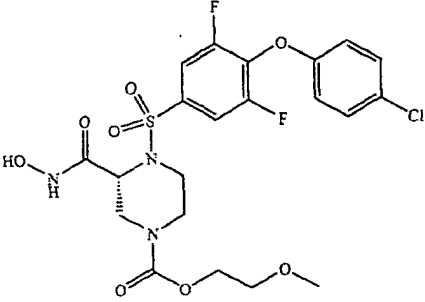
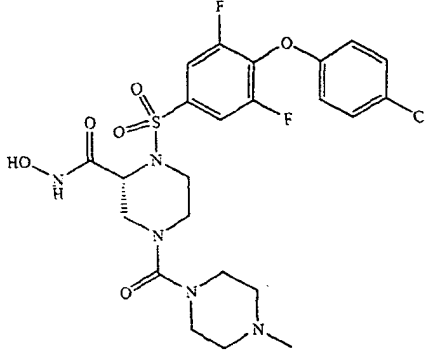
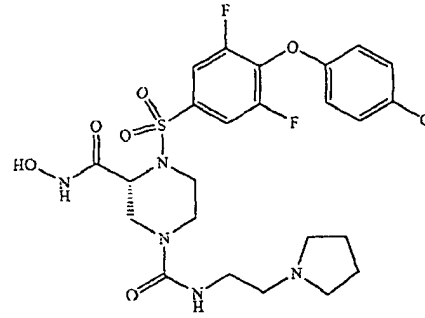
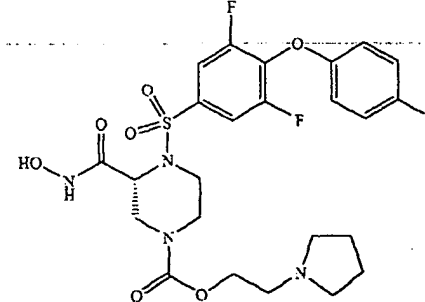
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11		B		D	B	C			D
12		A		C	A	B			A
13		A		C	A	B			A
14		B		D	A	D			A

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TABLE 5-continued

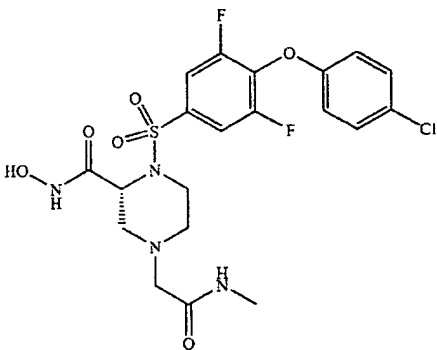
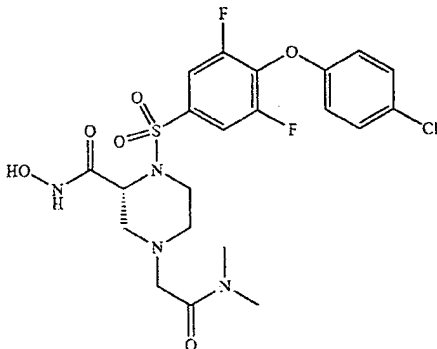
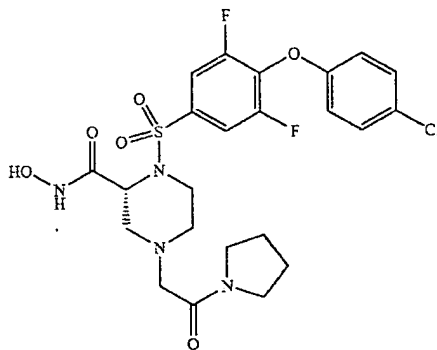
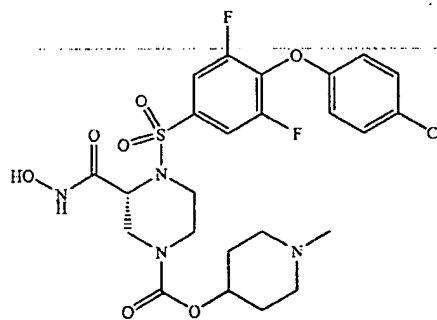
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15		A	B	C	A	B	A	A	A
16		A		D	A	C			A
17		A		C	A	B			A
18		A		D	A	B			A

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TABLE 5-continued

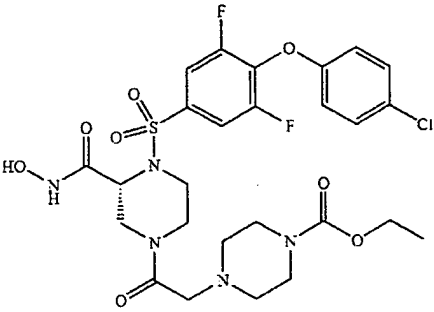
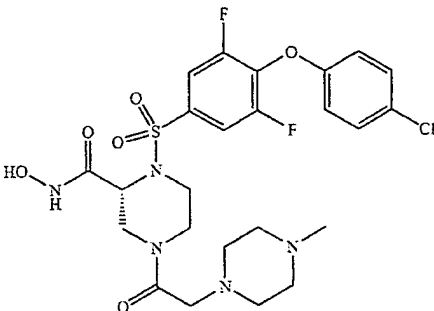
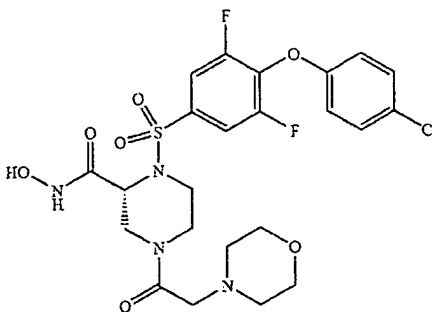
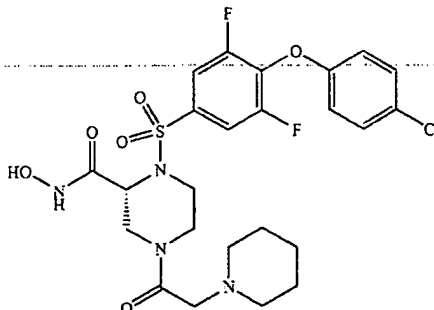
ENTRY	STRUCTURE	ADAM-10 IC ₅₀	TACE IC ₅₀	MMP-1 IC ₅₀	MMP-2 IC ₅₀	MMP-3 IC ₅₀	MMP-8 IC ₅₀	MMP-9 IC ₅₀	MMP-13 IC ₅₀
19		A		D	A	B			A
20		A		D	A	C			A
21		A		D	A	C			B
22		A		C	A	B			A

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TABLE 5-continued

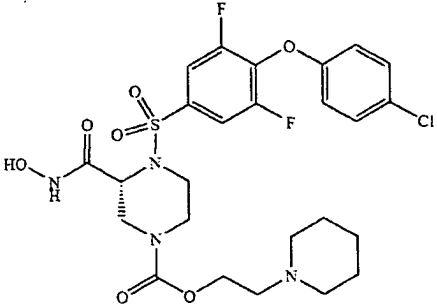
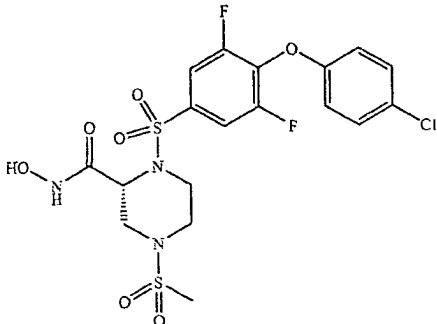
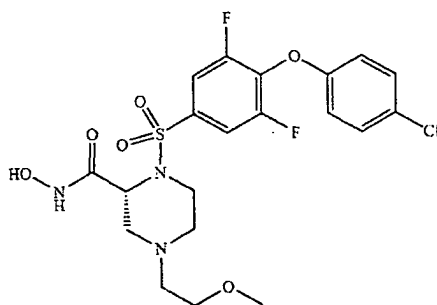
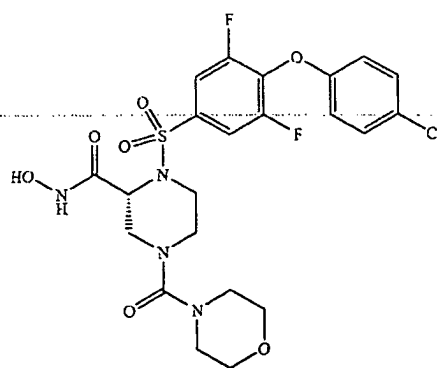
ENTRY	STRUCTURE	ADAM-10	TACE	MMP-1	MMP-2	MMP-3	MMP-8	MMP-9	MMP-13
		IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀
23		A		D	A	C			A
24		A		D	A	C			A
25		A		D	A	B			A
26		A		D	A	C			A

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TABLE 5-continued

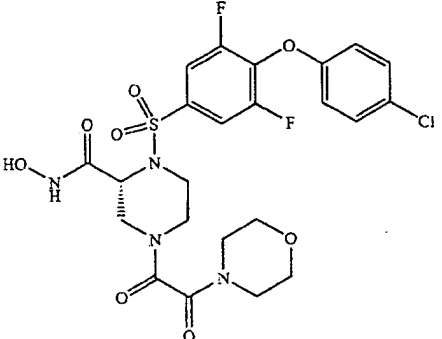
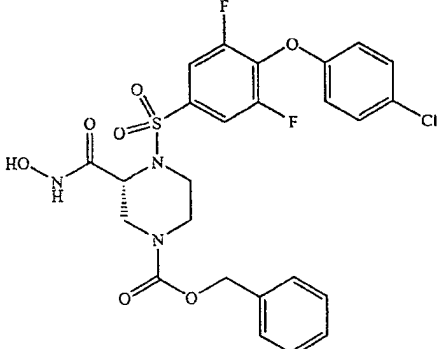
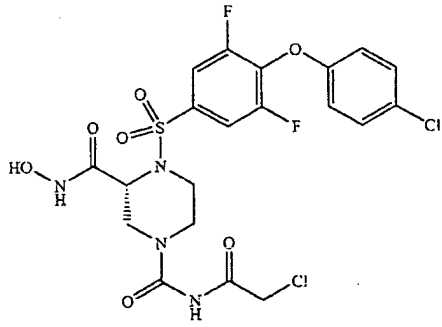
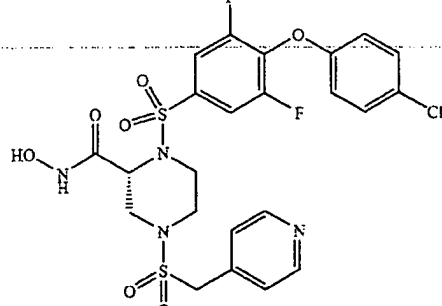
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27		A		C	A	B			A
28		A		B	A	B			A
29		A		C	A	B			A
30		A	B	C	A	B	A	B	A

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TABLE 5-continued

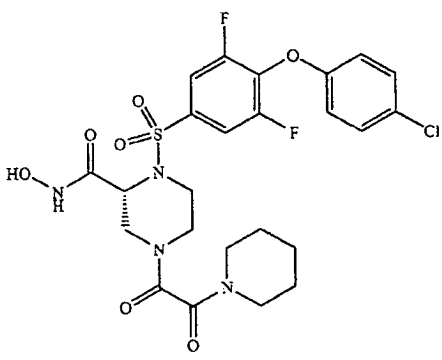
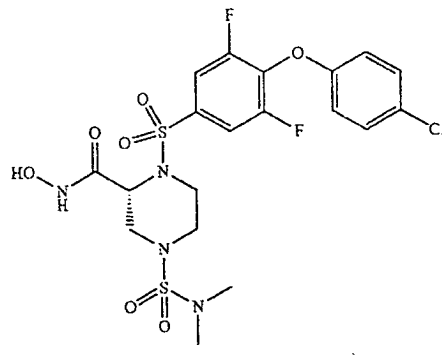
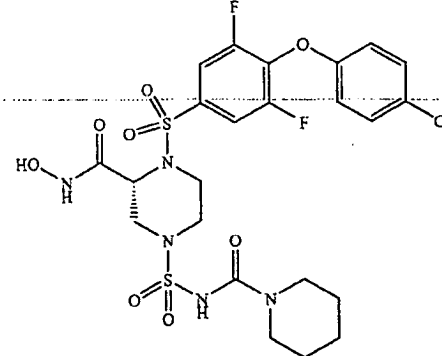
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31		A	B	C	A	B			A
32		A		C	A	B			A
33		A		C	A	B			A
34		A	A	C	A	B			A

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TABLE 5-continued

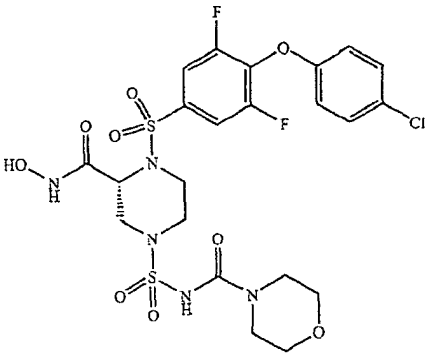
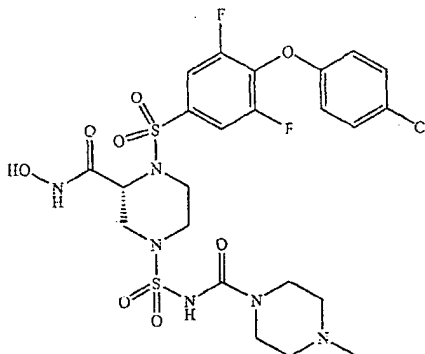
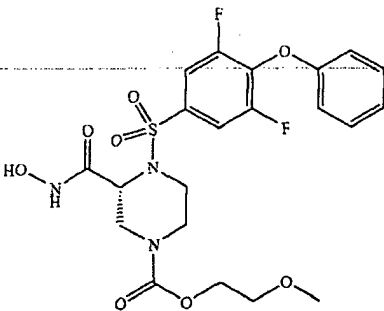
ENTRY	STRUCTURE	ADAM-10 IC ₅₀	TACE IC ₅₀	MMP-1 IC ₅₀	MMP-2 IC ₅₀	MMP-3 IC ₅₀	MMP-8 IC ₅₀	MMP-9 IC ₅₀	MMP-13 IC ₅₀
35		A		C	A	B			A
36		A		C	A	B			A
37		A	B	C	A	A			A

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TABLE 5-continued

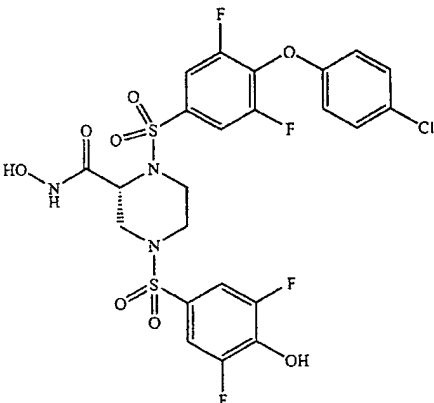
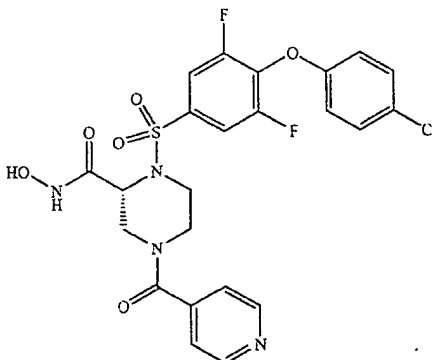
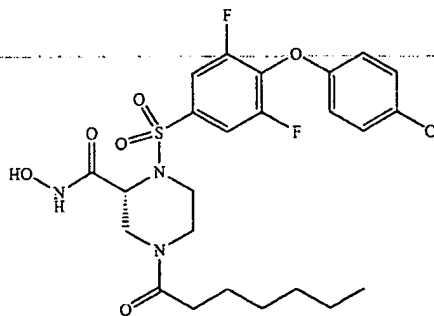
ENTRY	STRUCTURE	ADAM-							MMP-
		10	TACE	MMP-1	MMP-2	MMP-3	MMP-8	MMP-9	13
		IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀
38		A	B	C	A	A			A
39		A		B	A	A			A
40		A		C	A	B			A

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TABLE 5-continued

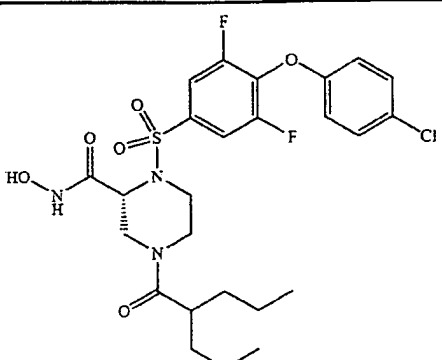
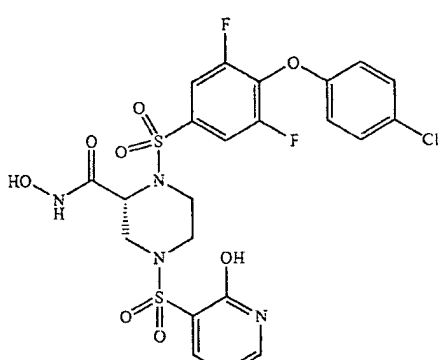
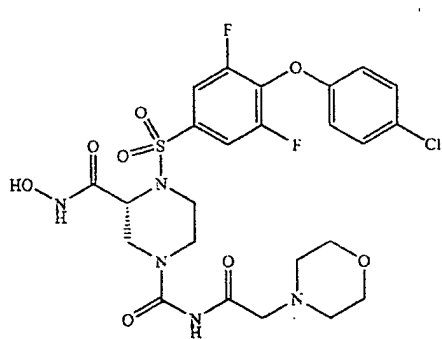
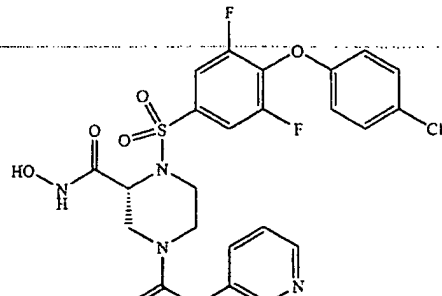
ENTRY	STRUCTURE	ADAM-10	TACE	MMP-1	MMP-2	MMP-3	MMP-8	MMP-9	MMP-13
		IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀
41		A		C	A	A			A
42		A		C	A	C			A
43		A		D	A	B			A

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TABLE 5-continued

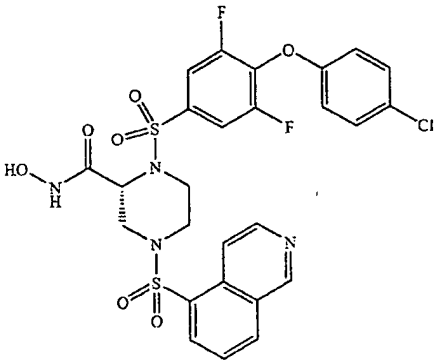
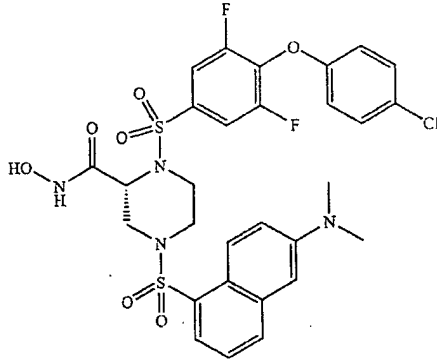
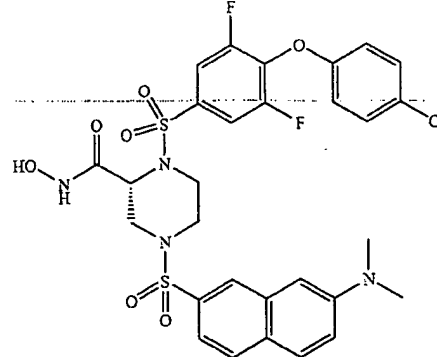
ENTRY	STRUCTURE	ADAM-10 IC ₅₀	TACE IC ₅₀	MMP-1 IC ₅₀	MMP-2 IC ₅₀	MMP-3 IC ₅₀	MMP-8 IC ₅₀	MMP-9 IC ₅₀	MMP-13 IC ₅₀
44		A		D	A	C			B
45		A	B	C	A	B			A
46		A		C	A	B			A
47		A		D	A	B			A

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TABLE 5-continued

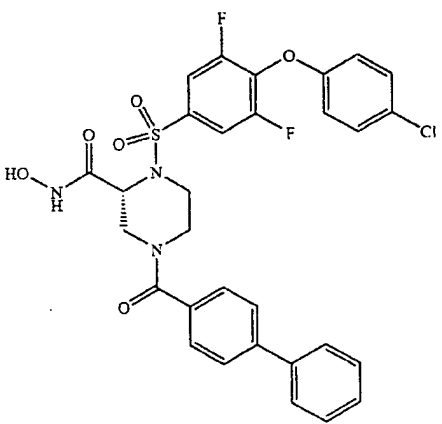
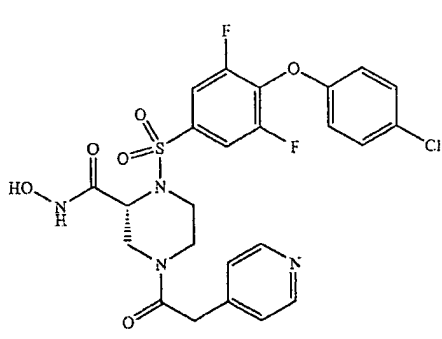
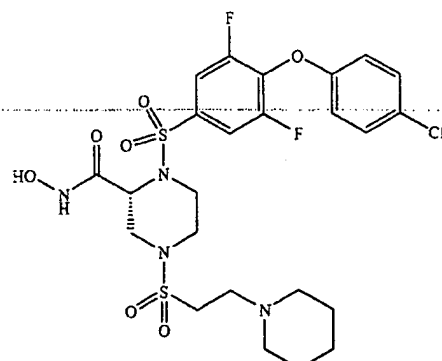
ENTRY	STRUCTURE	ADAM-10	TACE	MMP-1	MMP-2	MMP-3	MMP-8	MMP-9	MMP-13
		IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀
48		A		D	A	B			A
49		C		D	A	B			A
50		C		D	D	B			A

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TABLE 5-continued

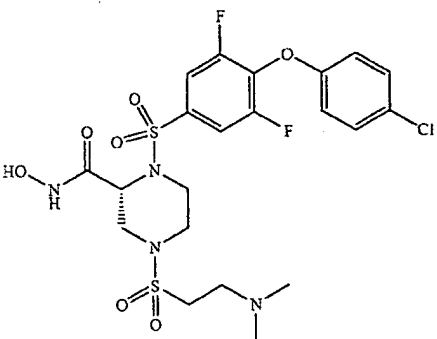
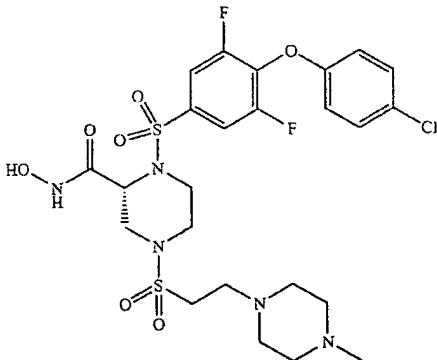
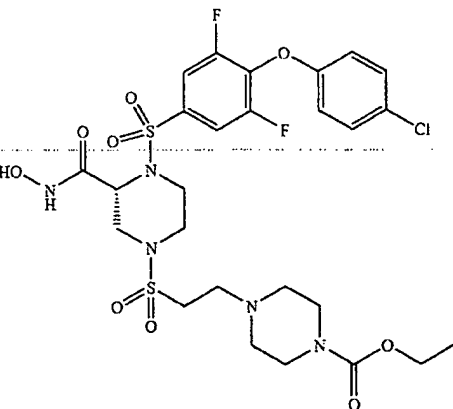
ENTRY	STRUCTURE	ADAM-10 IC ₅₀	TACE IC ₅₀	MMP-1 IC ₅₀	MMP-2 IC ₅₀	MMP-3 IC ₅₀	MMP-8 IC ₅₀	MMP-9 IC ₅₀	MMP-13 IC ₅₀
51		B		C	B	C			B
52		A		C	A	C			A
53		A		B	A	B			A

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TABLE 5-continued

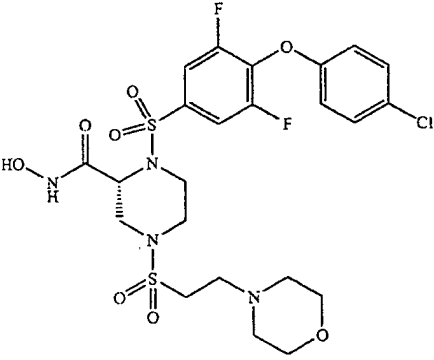
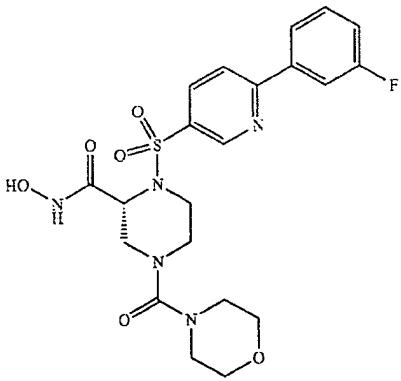
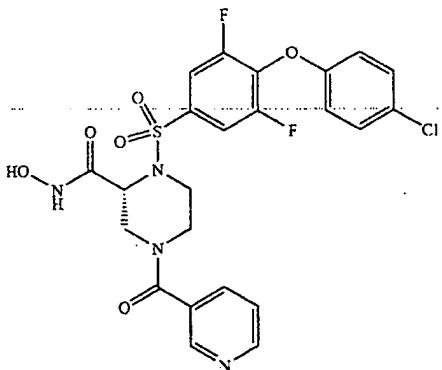
ENTRY	STRUCTURE	ADAM-10	TACE	MMP-1	MMP-2	MMP-3	MMP-8	MMP-9	MMP-13
		IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀
54		A	A	B	A	A			A
55		A		C	A	B			A
56		A		C	A	B			A

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TABLE 5-continued

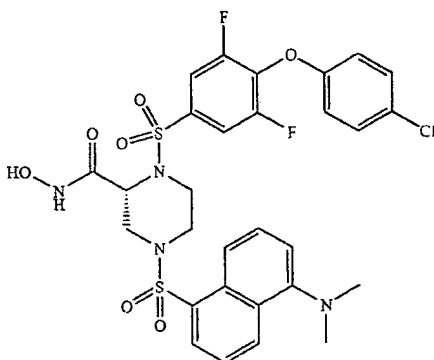
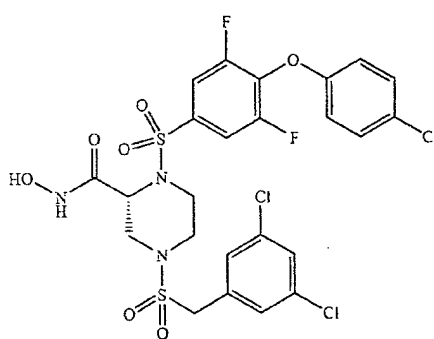
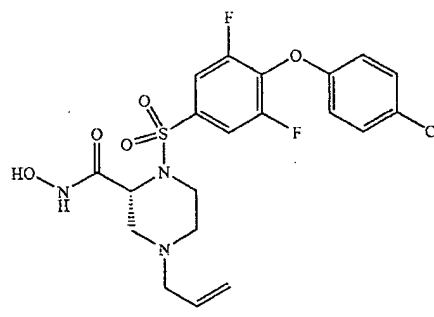
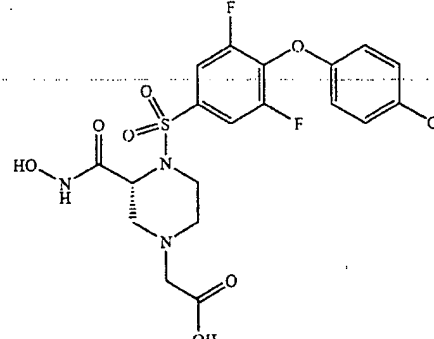
ENTRY	STRUCTURE	ADAM-10	TACE	MMP-1	MMP-2	MMP-3	MMP-8	MMP-9	MMP-13
		IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀	IC ₅₀
57		B		D	B	C			B
58		A		B	A	B			A
59		A	B	C	A	B			A

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TABLE 5-continued

ENTRY	STRUCTURE	ADAM-10 IC ₅₀	TACE IC ₅₀	MMP-1 IC ₅₀	MMP-2 IC ₅₀	MMP-3 IC ₅₀	MMP-8 IC ₅₀	MMP-9 IC ₅₀	MMP-13 IC ₅₀
60		B		D	A	C			A
61		B		D	C	D			C
62		B		D	A	C			A
63		B		D	B	C			B

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TABLE 5-continued

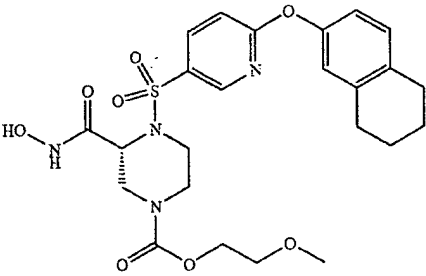
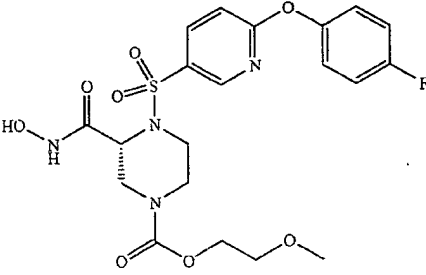
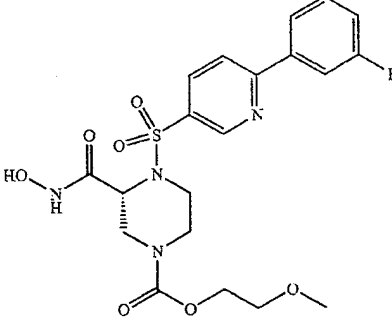
ENTRY	STRUCTURE	ADAM-10 IC ₅₀	TACE IC ₅₀	MMP-1 IC ₅₀	MMP-2 IC ₅₀	MMP-3 IC ₅₀	MMP-8 IC ₅₀	MMP-9 IC ₅₀	MMP-13 IC ₅₀
64		A		B	A	A			A
65		B		A	A	A			A
66		A		B	A	A			A

Table 6 contains physical characterization data for selected compounds of the invention. ¹H-NMR data were taken with a Varian AS400 Spectrometer (400 MHz, available from Varian

GmbH, Darmstadt, Germany). The entry numbers in Table 6 correspond to those of Table 5 (and their corresponding structures).

TABLE 6

Entry	¹ H NMR Data (or MS data)
1	(CD ₃ OD): 7.68(d, 2H), 7.18-7.14(m, 4H), 7.05(d, 2H), 4.32(m, 1H), 4.23(d, 1H), 4.15(m, 2H), 4.00(d, 1H), 3.68-3.64(m, 2H), 3.55(m, 2H), 3.35(s, 3H), 3.2(m, 1H), 3.00(m, 1H) ppm.
2	(CD ₃ OD): 7.69(d, 2H, J=9.2Hz), 7.04(m, 4H), 6.95(d, 2H, J=9.2Hz), 4.30(m, 1H), 3.76(m, 1H), 3.50(m, 7H), 3.10(m, 4H), 2.90(dd, 1H, J=13.2, 4.4Hz), 2.72(m, 1H) ppm.
3	(CD ₃ OD): 7.68(dd, 1H), 7.55(dd, 1H), 7.15-7.10(m, 4H), 7.04(dd, 1H), 4.28-4.12(m, 2H), 4.15-4.00(m, 3H), 3.70-3.65(m, 2H), 3.55-3.50(m, 2H), 3.33(s, 3H), 3.22(m, 1H), 3.03(m, 1H) ppm.
4	(CD ₃ OD): 7.68(dd, 1H), 7.57(dd, 1H), 7.38(d, 2H), 7.13(t, 1H), 7.08(d, 1H), 4.28-4.12(m, 2H), 4.15-4.00(m, 3H), 3.70-3.65(m, 2H), 3.55-3.50(m, 2H), 3.33(s, 3H), 3.22(m, 1H), 3.03(m, 1H) ppm.
5	(CD ₃ OD): 7.75-7.71(m, 3H), 7.65(dd, 1H), 7.33(dd, 1H), 7.20(d, 2H), 4.32-4.26(m, 2H), 4.16-4.05(m, 3H), 3.81-3.75(m, 2H), 3.56(m, 2H), 3.34(s, 3H), 3.27(m, 1H), 3.06(m, 1H) ppm.

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TABLE 6-continued

Entry	¹ H NMR Data (or MS data)
6	(CDCl ₃): 7.73(d, 1H), 7.61(d, 1H), 7.34(d, 2H, J=8.8Hz), 6.99(d, 2H, J=8.8Hz), 6.98(m, 1H), 4.67(s, 1H), 4.23(d, 1H), 3.64(m, 5H), 3.44(d, 1H), 3.35(m, 2H), 3.21(m, 2H), 3.10(m, 4H) ppm.
7	(CD ₃ OD): 7.68-7.64(m, 3H), 7.58(d, 1H), 7.22(t, 1H), 7.08(d, 2H), 4.30(m, 1H), 3.78(d, 1H), 3.75-3.48(m, 7H), 3.08-3.00(m, 5H), 2.81(m, 1H) ppm.
8	(CD ₃ OD): 7.75(d, 1H), 7.60(d, 1H), 7.18-7.14(m, 4H), 7.07(t, 1H), 4.4(m, 1H), 3.86(d, 1H), 3.78-3.55(m, 7H), 3.24-3.14(m, 4H), 3.08(dd, 1H), 2.87(m, 1H) ppm.
9	(CD ₃ OD): 7.60-7.58(m, 2H), 7.08-7.00(m, 4H), 4.3-4.2(m, 2H), 4.08-4.02(m, 1H), 3.75-3.70(m, 2H), 3.23-3.18(m, 1H), 3.12-2.90(m, 1H) ppm.
10	(CD ₃ OD): 7.49(d, 2H), 7.08-7.00(m, 4H), 4.3-4.2(m, 2H), 4.18-4.05(m, 3H), 3.75-3.70(m, 2H), 3.55-3.50(m, 2H), 3.33(s, 3H), 3.33-3.25(m, 1H), 3.15-3.00(m, 1H) ppm.
11	(CD ₃ OD): 7.65(d, 2H), 7.08-6.98(m, 4H), 4.58(d, 1H), 4.05(dd, 1H), 3.81(ddd, 1H), 3.63(d, 1H), 3.46(d, 1H), 3.35(dd, 1H), 3.18(ddd, 1H) ppm.
12	(CD ₃ OD): 7.62(m, 2H), 7.08-7.00(m, 4H), 4.40(s, 1H), 3.86(d, 1H), 3.80-3.74(m, 2H), 3.65-3.58(m, 5H), 3.25-3.12(m, 5H), 2.96(m, 1H) ppm.
13	(CD ₃ OD): 7.60-7.58(m, 2H), 7.08-7.00(m, 4H), 4.3-4.2(m, 2H), 4.08-4.02(m, 3H), 3.75-3.70(m, 2H), 3.27(m, 1H), 3.05(m, 1H) ppm.
14	(CD ₃ OD): 7.65-7.62(m, 2H), 7.08-7.00(m, 4H), 4.45(s, 1H), 3.80(d, 1H), 3.52(t, 1H), 3.10(d, 1H), 2.72(d, 1H), 2.21(s, 3), 2.16(d, 1H), 1.96(t, 1H) ppm.
15	(CD ₃ OD): 7.60(d, 2H), 7.32(d, 2H), 7.03(d, 2H), 4.32-4.26(m, 2H), 4.16-4.05(m, 3H), 3.81-3.75(m, 2H), 3.56(m, 2H), 3.34(s, 3H), 3.27(m, 1H), 3.06(m, 1H) ppm.
16	MS: Calculated for C ₂₃ H ₂₆ ClF ₂ N ₅ O ₆ S: 573.13; Found: 574.72(M+1).
17	(CD ₃ OD): 7.60(d, 2H, J=7.2Hz), 7.32(d, 2H, J=8.8Hz), 6.98(d, 2H, J=9.2Hz), 4.21(m, 2H), 4.08(m, 1H), 3.80-3.60(m, 5H), 3.40(m, 1H), 3.23(m, 2H), 3.04(m, 3H), 2.21(m, 1H), 2.50-1.50(m, 4H) ppm.
18	(CD ₃ OD): 7.51(d, 2H, J=7.6Hz), 7.23(d, 2H, J=6.4Hz), 6.88(d, 2H, J=6.4Hz), 4.19-4.11(m, 2H), 3.98-3.94(m, 1H), 3.73-3.67(m, 4H), 3.59(m, 1H), 3.50-3.14(m, 5H), 3.03-2.91(m, 3H), 1.99-1.88(m, 4H) ppm.
19	(CD ₃ OD): 7.82(br s, 1H), 7.69(d, 2H), 7.38(d, 2H), 7.05(d, 2H), 4.58(br s, 1H), 3.88(m, 1H), 3.60(td, 1H), 3.19-2.91(m, 4H), 2.85-2.70(m, 6H), 2.40-2.29(m, 2H) ppm.
20	(CD ₃ OD): 7.71(d, 2H), 7.35(d, 2H), 7.00(d, 2H), 4.58(br s, 1H), 3.80(m, 1H), 3.40-3.33(m, 2H), 3.30-3.20(m, 2H), 3.05(s, 3H), 2.96(s, 3H), 2.81(m, 1H), 2.40-2.30(m, 2H) ppm.
21	DMSO-d ₆ : 9.8(br, 1H), 9.0(br, 1H), 7.85(m, 2H), 7.4(m, 2H), 7.1(m, 2H), 4.4(m, 3H), 3.6(m, 7H), 3.0(m, 3H), 2.0(m, 4H).
22	(CD ₃ OD): 7.61(m, 2H), 7.32(d, 2H, J=8.8Hz), 6.99(d, 2H, J=8.8Hz), 4.40-4.20(m, 4H), 4.10(m, 1H), 3.80-3.60(m, 4H), 3.50(m, 1H), 3.40-3.15(m, 4H), 2.89(d, 3H), 2.15-2.00(m, 2H) ppm.
23	DMSO-d ₆ : 10.2(br, 1H), 9.0(br, 1H), 7.8(m, 2H), 7.4(m, 2H), 7.1(m, 2H), 4.4(m, 4H), 4.0(m, 7H), 3.3(m, 8H), 1.2(t, 3H).
24	DMSO-d ₆ : 7.8(m, 2H), 7.4(m, 2H), 7.1(m, 2H), 3.8(m, 11H), 3.4(m, 2H), 3.0(m, 4H), 2.8(3, 3H).
25	DMSO-d ₆ : 10.2(br, 1H), 9.0(br, 1H), 7.8(m, 2H), 7.45(m, 2H), 7.2(m, 2H), 4.4(m, 4H), 3.8(m, 7H), 3.4(m, 6H).
26	DMSO-d ₆ : 9.4(br, 1H), 9.0(br, 1H), 7.8(m, 2H), 7.4(m, 2H), 7.1(m, 2H), 4.85(m, 1H), 4.1(m, 2H), 3.0(m, 6H), 3.4(m, 4H), 3.0(m, 2H), 1.9(m, 4H).
27	(CD ₃ OD): 7.54(d, 2H, J=7.2Hz), 7.25(d, 2H, J=8.8Hz), 6.89(d, 2H, J=8.8Hz), 4.15(m, 3H), 3.90(m, 1H), 3.78(m, 1H), 3.60(m, 2H), 3.40-3.20(m, 4H), 3.05(m, 1H), 3.00(m, 1H), 2.80(m, 1H), 2.70(m, 1H), 1.80-1.60(m, 4H), 1.40(m, 1H) ppm.
28	(CDCl ₃): 9.20(br s, 1H), 7.58(d, 2H), 7.30(d, 2H), 6.90(d, 2H), 4.65(br s, 1H), 4.19(d, 1H), 3.95-3.60(m, 2H), 3.33(m, 1H), 3.15-2.80(m, 2H), 2.88(s, 3H) ppm.
29	(CDCl ₃): 7.61(d, 2H), 7.29(d, 2H), 6.90(d, 2H), 4.71(br s, 1H), 3.75(br d, 1H), 3.60-3.48(m, 2H), 3.42(s, 3H), 3.20(d, 1H), 3.09(td, 1H), 2.88(br d, 1H), 2.75(m, 1H), 2.60-2.49(m, 3H) ppm.
30	(CDCl ₃): 11.8(br s, 1H), 7.61(d, 2H), 7.55(br s, 1H), 7.26(d, 2H), 6.90(d, 2H), 4.71(s, 1H), 4.28(d, 1H), 3.70-3.62(m, 4H), 3.48(d, 1H), 3.36-3.16(m, 5H), 3.00(t, 1H) ppm.
31	(CDCl ₃): 11.23(br s, 1H), 7.39(d, 2H), 7.26(d, 2H), 6.95(d, 2H), 4.70(br s, 1H), 3.40(br d, 1H), 4.23(d, 1H), 3.85-3.38(m, 10H), 3.20-2.90(m, 2H) ppm.
32	(CDCl ₃): 7.46(d, 2H, J=6.8Hz), 7.26(m, 4H), 6.91(d, 2H, J=9.2Hz), 4.60(s, 1H), 4.00(m, 1H), 3.80(m, 2H), 3.60(m, 2H), 3.40(m, 1H), 2.60(m, 2H) ppm.
33	(CDCl ₃): 7.54(d, 2H, J=5.6Hz), 7.25(d, 2H, J=9.2Hz), 6.86(d, 2H, J=9.2Hz), 4.60(m, 1H), 4.40(m, 2H), 4.05(m, 1H), 3.75(m, 2H), 3.45(m, 1H), 3.0(m, 1H), 2.93(s, 2H) ppm.
34	(CD ₃ OD): 8.61(br s, 1H), 7.75(m, 2H), 7.67(d, 2H), 7.33(d, 2H), 7.03(d, 2H), 4.54(m, 1H), 4.03-3.88(m, 3H), 3.60(m, 2H), 3.12(m, 1H), 2.93(m, 1H) ppm.
35	(CDCl ₃): 7.63(d, 1H), 7.49(d, 1H), 7.28(m, 2H), 6.90(dd, 2H), 4.51(m, 1H), 4.42(m, 1H), 4.14(br d, 1H), 3.82-2.91(m, 8H), 1.84-1.45(m, 6H) ppm.
36	(CDCl ₃): 7.54(d, 2H, J=6.4Hz), 7.30(d, 2H, J=8.8Hz), 6.91(d, 2H, J=8.8Hz), 4.70(m, 1H), 4.10(m, 1H), 3.90(m, 1H), 3.60(m, 1H), 3.40(m, 1H), 2.83(s, 6H), 2.80(m, 2H) ppm.
37	(CD ₃ OD): 7.65(d, 2H), 7.31(d, 2H), 7.00(d, 2H), 4.60(m, 1H), 4.00(m, 2H), 3.69(m, 2H), 3.40-3.00(m, 5H), 2.82(m, 1H), 1.70-1.40(m, 6H) ppm.
38	(CD ₃ OD): 7.69(d, 2H), 7.33(d, 2H), 7.00(d, 2H), 4.60(br s, 1H), 3.92(br t, 2H), 3.62-3.41(m, 10H), 2.90(dd, 1H), 2.70(td, 1H) ppm.
39	(CD ₃ OD): 7.65(d, 2H), 7.33(d, 2H), 7.00(d, 2H), 4.59(br s, 1H), 3.88(m, 2H), 3.70-3.15(m, 5H), 2.90-2.45(m, 6H) ppm.

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TABLE 6-continued

Entry ¹H NMR Data (or MS data)

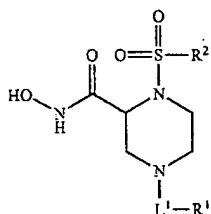
- 40 (CD₃OD): 7.48(d, 2H), 7.22(dd, 2H), 6.99(t, 1H), 6.89(d, 2H), 4.23-4.15(m, 2H), 4.05-3.95(m, 3H), 3.67-3.64(m, 2H), 3.45(m, 2H), 3.25(s, 3H), 3.2(m, 1H), 3.00(m, 1H) ppm.
- 41 (CDCl₃): 7.46(d, 2H, J=6.8Hz), 7.26(m, 4H), 6.91(d, 2H, J=9.2Hz), 4.60(s, 1H), 4.00(m, 1H), 3.80(m, 2H), 3.60(m, 2H), 3.40(m, 1H), 2.60(m, 2H) ppm.
- 42 (CD₃OD): 8.79(br s, 2H), 7.70(m, 4H), 7.38(d, 2H), 7.00(d, 2H), 4.40(m, 2H), 4.00-3.00(m, 5H) ppm.
- 43 (CDCl₃): 7.50(d, 2H), 7.23(m, 2H), 6.87(d, 2H), 4.86(d, 1H), 4.57(d, 1H), 4.05(m, 2H), 3.38(m, 2H), 3.04(m, 1H), 2.31(t, 2H), 1.53(s, 2H), 1.25(s, 6H), 0.85(t, 3H) ppm.
- 44 (CDCl₃): 7.52(d, 2H, J=6.4Hz), 7.24(d, 2H, J=8.8Hz), 6.87(d, 2H, J=8.4Hz), 4.97(d, 1H), 4.71(s, 1H), 4.05(d, 1H), 3.80(d, 1H), 3.37(m, 1H), 3.26(t, 1H), 3.05(d, 1H), 2.62(m, 1H), 1.54(m, 2H), 1.80(m, 2H), 1.18(m, 4H), 0.85(dt, 6H) ppm.
- 45 (CDCl₃): 8.15(s, 1H), 7.65(s, 1H), 7.47(m, 2H), 7.21(d, 2H, J=8.8Hz), 6.84(d, 2H, J=8.4Hz), 6.43(s, 1H), 4.63(s, 1H), 3.60(m, 3H), 2.80(m, 3H) ppm.
- 46 MS: Calculated for C₂₄H₂₆ClF₂N₅O₈S: 617.12; Found: LC/MS: 618.2(M+1).
- 47 (CD₃OD): 8.60(m, 2H), 8.25(d, 1H), 7.83(m, 1H), 7.62-7.50(m, 2H), 7.22(m, 2H), 6.85(m, 2H), 4.60-4.20(m, 2H), 4.15-3.95(m, 2H), 3.85-3.65(m, 2H), 3.50-3.40(m, 2H), 3.10(m, 1H) ppm.
- 48 (CD₃OD): 9.60(br s, 1H), 8.60(m, 4H), 7.95(t, 1H), 7.60(d, 2H), 7.37(d, 2H), 7.00(d, 2H), 4.60(br s, 1H), 4.15(br d, 1H), 3.93(br d, 1H), 3.71-3.42(m, 2H), 2.80-2.50(m, 2H) ppm.
- 49 (CD₃OD): 8.50(d, 1H), 7.99(d, 1H), 7.79(d, 1H), 7.58(m, 2H), 7.40(m, 4H), 7.11(m, 3H), 4.60(br s, 1H), 4.20(br d, 1H), 3.85(br d, 1H), 3.49(m, 2H), 3.09(s, 6H), 2.50(dd, 1H), 2.30(td, 1H) ppm.
- 50 (CD₃OD): 8.09(s, 1H), 7.80(dd, 2H), 7.60-7.42(m, 3H), 7.31(m, 3H), 7.95(m, 3H), 4.60(br s, 1H), 4.08(m, 1H), 3.91(br d, 1H), 3.60(m, 2H), 3.10(s, 6H), 2.42(dd, 1H), 2.22(td, 1H) ppm.
- 51 (CDCl₃): 7.63(d, 2H, J=7.6Hz), 7.56(d, 2H, 7.2Hz), 7.53-7.37(m, 6H), 7.24(m, 3H), 6.86(d, 2H, J=8.8Hz), 3.90(s, 1H), 3.70(m, 2H), 3.45(m, 1H), 3.30(m, 3H) ppm.
- 52 (CD₃OD): 8.45(br s, 2H), 7.78(d, 1H), 7.58(m, 3H), 7.38(m, 2H), 7.00(m, 2H), 4.80-4.05(m, 2H), 4.00-3.77(m, 5H), 3.45-3.05(m, 2H) ppm.
- 53 (CD₃OD): 7.70(d, 2H), 7.39(d, 2H), 7.00(d, 2H), 4.60(br s, 1H), 4.00(m, 2H), 3.79(m, 2H), 4.60-3.40(m, 6H), 3.20-2.90(m, 4H), 2.00-1.40(m, 6H) ppm.
- 54 (CD₃OD): 7.70(d, 2H), 7.39(d, 2H), 7.00(d, 2H), 4.60(br s, 1H), 4.00(m, 2H), 3.75(m, 2H), 4.49(m, 4H), 3.18(m, 2H), 2.93(s, 6H) ppm.
- 55 (CD₃OD): 7.66(d, 2H), 7.35(d, 2H), 7.03(d, 2H), 4.58(m, 1H), 4.03-3.92(m, 3H), 3.71-3.68(m, 3H), 3.27-3.25(t, 2H), 3.15-3.13(m, 4H), 2.97-2.93(m, 1H), 2.88(s, 3H), 2.86-2.82(m, 5H) ppm.
- 56 (CD₃OD): 7.68-7.66(d, 2H), 7.35-7.33(d, 2H), 7.04-7.01(d, 2H), 4.57(m, 1H), 4.13-4.08(q, 2H), 4.02-3.98(m, 1H), 3.71-3.68(m, 2H), 3.46(m, 4H), 3.26-3.23(t, 2H), 3.19-3.15(dd, 1H), 2.96-2.95(m, 1H), 2.77-2.73(m, 2H), 2.46(m, 4H), 1.26-1.22(t, 3H) ppm.
- 57 (CD₃OD): 7.19(d, 2H), 7.14(d, 2H), 6.83(d, 2H), 4.48(br s, 1H), 3.95-3.92(br d, 1H), 3.83-3.80(br d, 1H), 3.58-3.53(m, 6H), 3.15(dd, 2H), 2.94(dd, 1H), 2.75-2.74(td, 1H), 2.63-2.60(t, 2H), 2.40-2.39(m, 4H) ppm.
- 58 (CD₃OD): 9.00(d, 1H), 8.23(d, 1H), 8.07(d, 1H), 7.92-7.86(m, 2H), 7.52(m, 1H), 7.22(m, 1H), 4.50(m, 1H), 3.90-3.57(m, 8H), 3.22-3.08(m, 5H), 2.97(m, 1H) ppm.
- 59 (CD₃OD): 8.54(d, 2H), 7.77(br s, 1H), 7.57-7.50(m, 2H), 7.44-7.42(m, 1H), 7.27-7.22(m, 2H), 6.95-6.92(m, 2H), 4.40-4.20(m, 1H), 3.85-3.60(m, 3H), 3.57-3.18(m, 2H), 3.10-2.95(m, 1H) ppm.
- 60 MS: calculate for C₂₉H₂₇ClF₂N₄O₇S₂: 680.10; found: 681.20(M+1).
- 61 MS: calculated for C₂₄H₂₀Cl₃F₂N₃O₇S₂: 668.98; found: 669.90(M+1).
- 62 (CD₃OD): 7.63(d, 2H, J=7.2Hz), 7.25(d, 2H, J=9.2Hz), 6.93(d, 2H, J=9.2Hz), 5.79(m, 1H), 5.47(s, 1H), 5.44(d, 1H), 4.56(d, 1H), 4.00(d, 1H), 3.70-3.50(m, 4H), 3.35(d, 1H), 2.99(d, 1H), 2.88(t, 1H) ppm.
- 63 (CD₃OD): 7.66(d, 2H, J=7.6Hz), 7.35(d, 2H, J=8.8Hz), 6.99(d, 2H, J=9.2Hz), 3.85(d, 1H), 3.67(s, 2H), 3.61(d, 1H), 3.44(m, 2H), 3.04(d, 1H), 2.83(dd, 1H), 2.66(dt, 1H) ppm.
- 64 (CD₃OD): 8.45(d, 1H), 8.10(dd, 1H), 7.12(d, 1H), 7.02(d, 1H), 6.86-6.82(m, 2H), 4.33-4.25(m, 2H), 4.15-4.05(m, 3H), 3.70-3.65(m, 2H), 3.55(m, 2H), 3.35(s, 3H), 3.25(m, 1H), 3.05(m, 1H), 2.78(m, 4H), 1.80(m, 4H) ppm.
- 65 (CD₃OD): 8.47(d, 1H), 8.12(dd, 1H), 7.22-7.09(m, 5H), 4.33-4.25(m, 2H), 4.15-4.05(m, 3H), 3.70-3.65(m, 2H), 3.55(m, 2H), 3.33(s, 3H), 3.25(m, 1H), 3.05(m, 1H) ppm.
- 66 (CD₃OD): 9.96(d, 1H), 8.20(d, 1H), 8.14(d, 1H), 7.90(d, 1H), 7.86(d, 1H), 7.50(m, 1H), 7.21(m, 1H), 4.40(m, 1H), 4.28(d, 1H), 4.12-4.05(m, 3H), 3.75-3.70(m, 2H), 3.52(m, 2H), 3.30(s, 3H), 3.25(m, 1H), 3.06(m, 1H) ppm.

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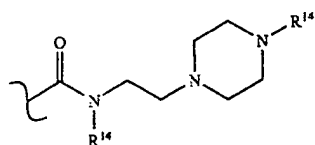
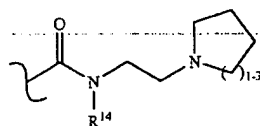
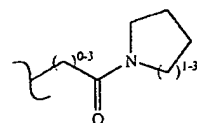
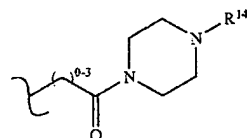
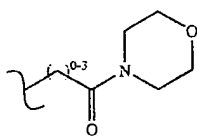
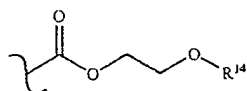
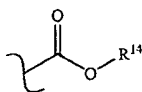
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We claim:

1. A compound of structural formula I:



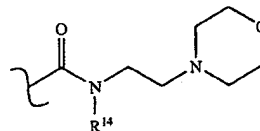
and pharmaceutically acceptable salts thereof wherein -L¹-
R¹ is selected from:

—R¹⁴

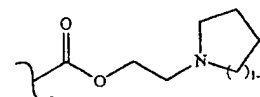
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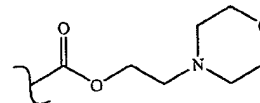
I 5



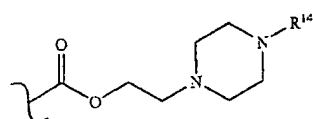
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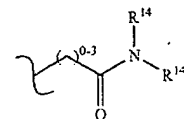
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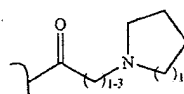
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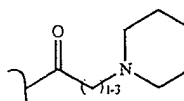
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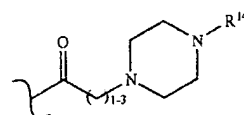
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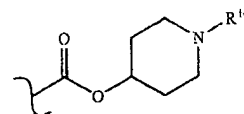
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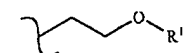
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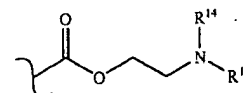
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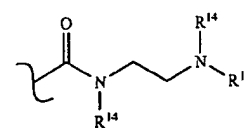
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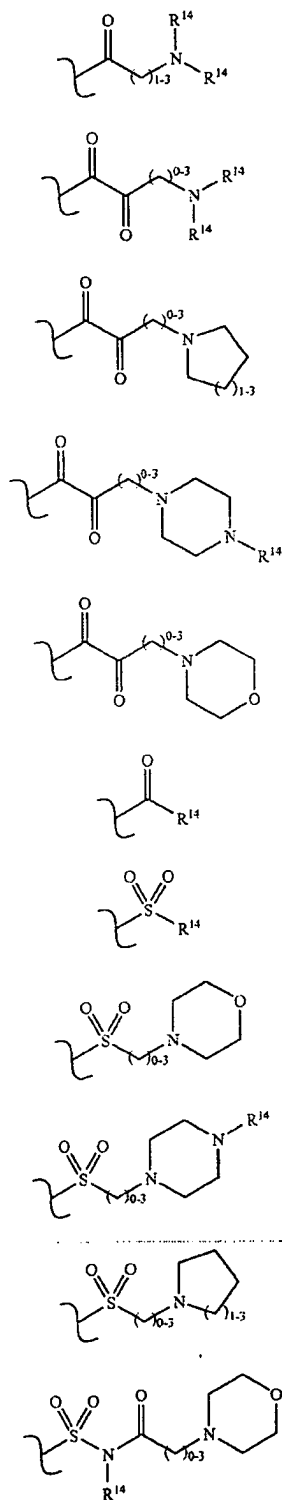


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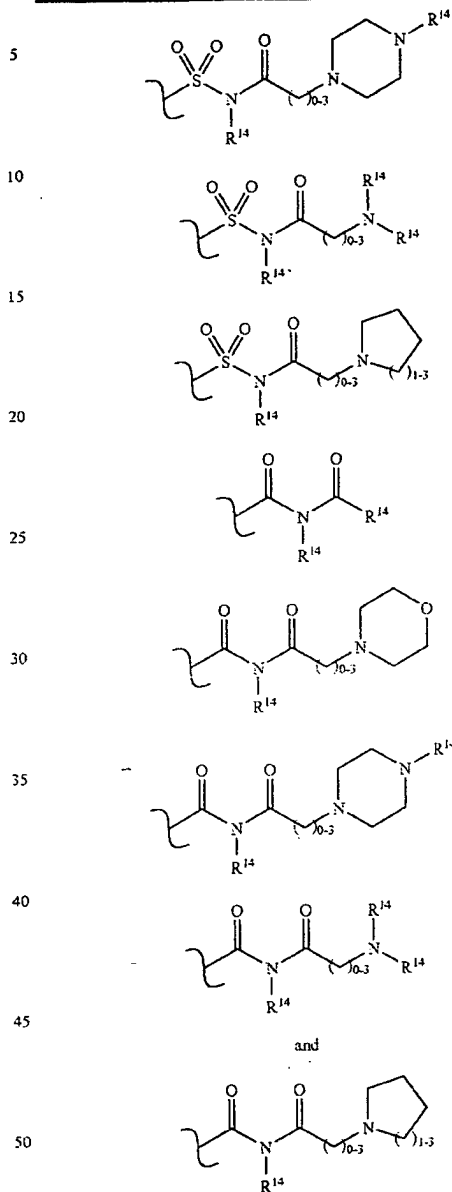
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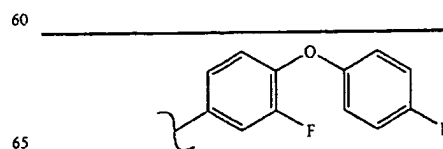
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and

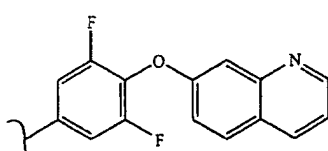
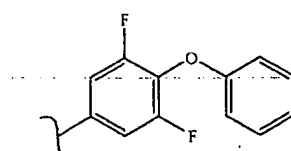
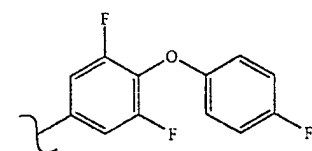
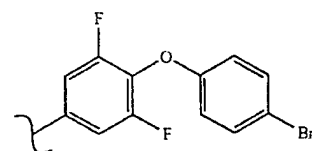
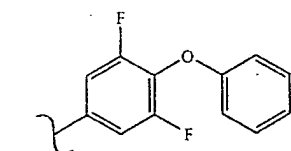
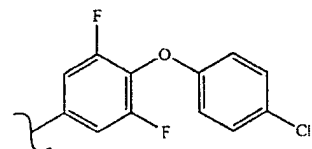
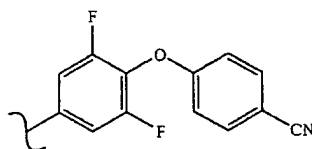
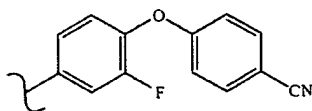
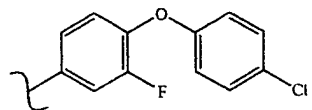
wherein each R¹⁴ is independently selected from —H, —(CH₂)₁₋₃CO₂H, alkyl, alkoxy, alkenyl, aryl, heteroaryl, arylalkyl, and heteroarylalkyl; and R² is selected from:



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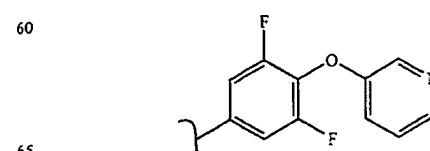
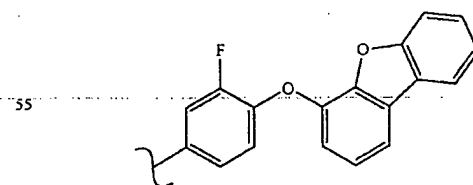
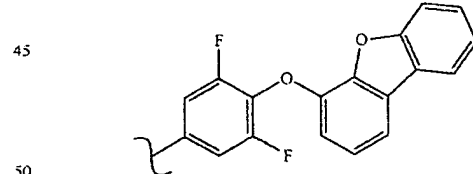
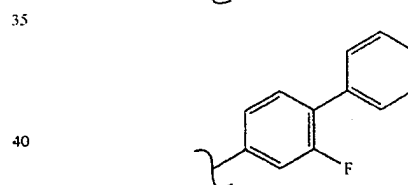
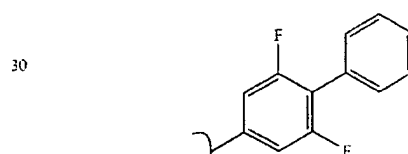
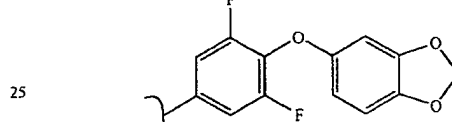
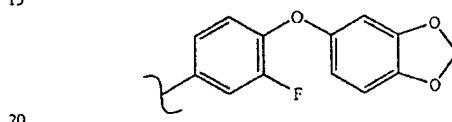
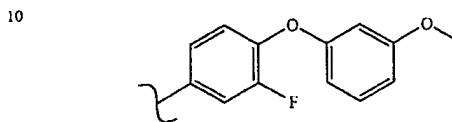
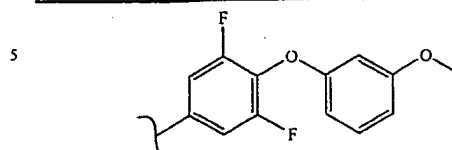
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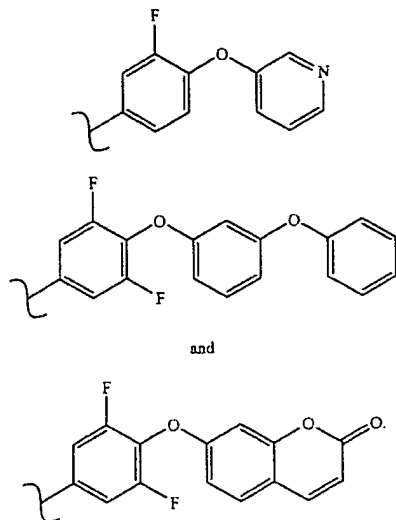
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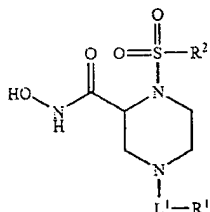
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2. A compound of structural formula I:

and pharmaceutically acceptable salts thereof wherein L¹ is —C(O)—, —S(O)₂—, or —(CH₂)_n—;R¹ is C₁-C₆-alkoxy-C₁-C₆-alkoxy;R² is —R²¹-L²-R²²;R²¹ is saturated or mono- or poly-unsaturated C₅-C₁₄-mono- or fused poly-cyclic ring, optionally containing one or two annular heteroatoms per ring and optionally substituted with one, two, or three R⁵⁰ substituents;L² is —O—, —C(O)—, —CH₂—, —NH—, —S(O₂)— or a direct bond;R²² is saturated or mono- or poly-unsaturated C₅-C₁₄-mono- or fused poly-cyclic ring, optionally containing one or two annular heteroatoms per ring and optionally substituted with one, two, or three R⁵⁰ substituents; andR⁵⁰ is R⁵¹-L³-(CH₂)_n—;L³ is —O—, —NH—, —S(O)₂—, —C(O)—, —C(O)O—, —C(O)NH—, —OC(O)—, —NHC(O)—, —C₆H₄—, or a direct bond;R⁵¹ is —H, C₁-C₆-alkyl, C₂-C₆-alkenyl, C₂-C₆-alkynyl, halo, —CF₃, —OCF₃, —OH, —NH₂, mono-C₁-C₆-alkyl amino, di-C₁-C₆-alkyl amino, —SH, —CO₂H, —CN, —NO₂, —SO₃H, or a saturated or mono- or poly-unsaturated C₅-C₁₄-mono- or fused poly-cyclic ring, optionally containing one or two annular heteroatoms per ring and optionally substituted with one, two, or three substituents;

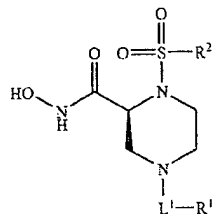
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wherein n is 0, 1, 2, or 3;

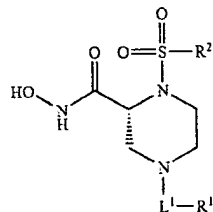
provided that an O or S is not singly bonded to another O or S.

3. The compound according to claim 2, wherein R¹ is methoxyethoxy.4. The compound according to claim 2, wherein L² is —O—.5. The compound according to claim 4, wherein, R² is phenoxyphenyl wherein each phenyl is optionally substituted with one or two R⁵⁰ substituents.6. The compound according to claim 5, wherein the saturated or mono- or poly-unsaturated C₅-C₁₄-mono- or fused poly-cyclic ring containing one or two annular heteroatoms per ring is selected from the group consisting of morpholinyl, piperazinyl, homopiperazinyl, pyrrolidinyl, piperidinyl, homopiperidinyl, furyl, thienyl, pyranyl, isobenzofuranyl, chromenyl, pyrrolyl, imidazolyl, isoxazolyl, pyridyl, pyrazinyl, pyrimidinyl, indolyl, quinolinyl, carbazolyl, acridinyl, and furazanyl, optionally substituted with one or two R⁵⁰ substituents.

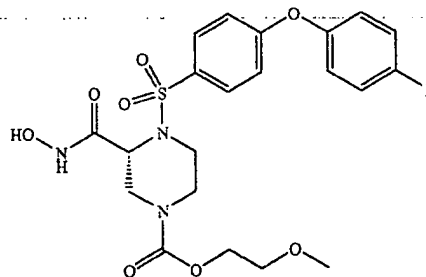
7. The compound according to claim 1, having the absolute stereochemistry of structural formula II:



8. The compound according to claim 1, having the absolute stereochemistry of structural formula III:



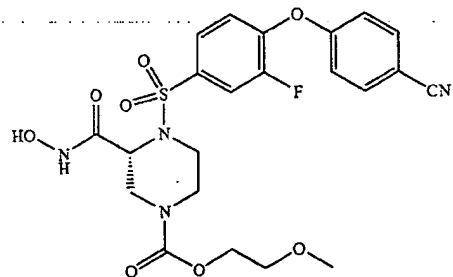
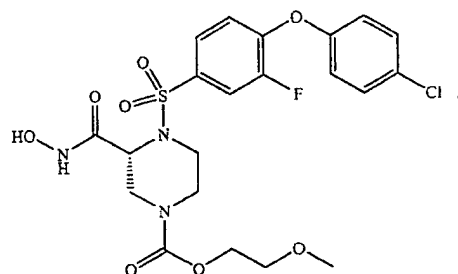
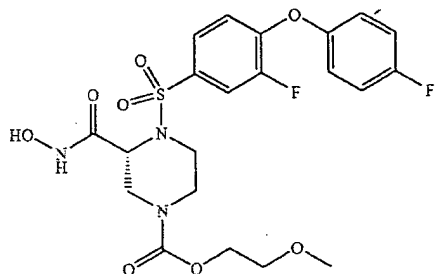
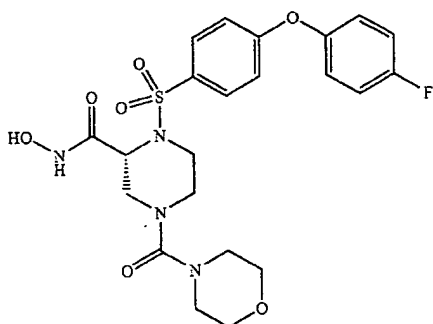
9. A compound selected from:



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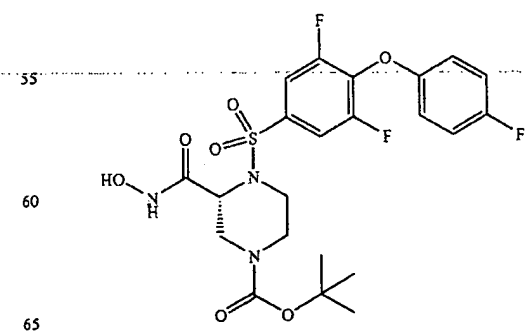
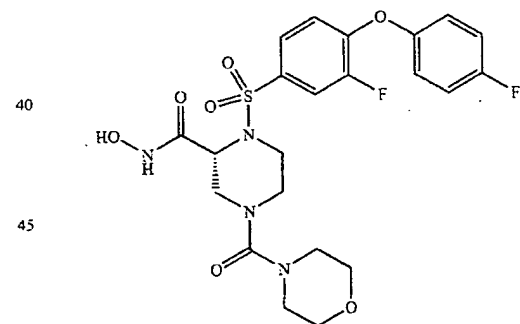
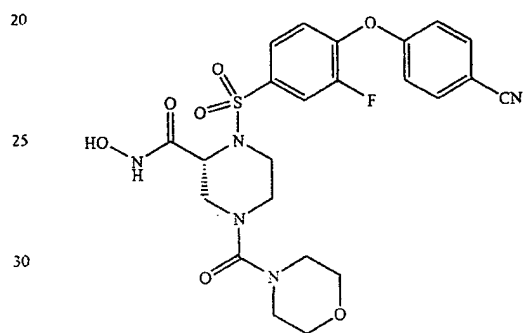
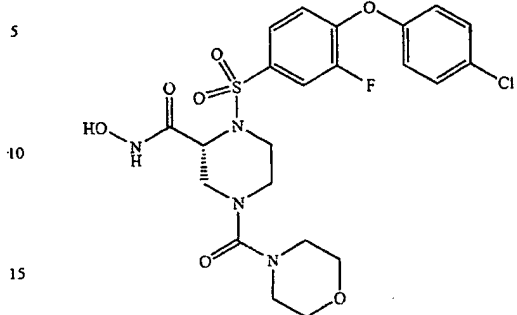
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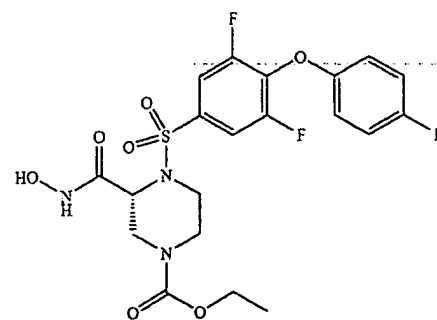
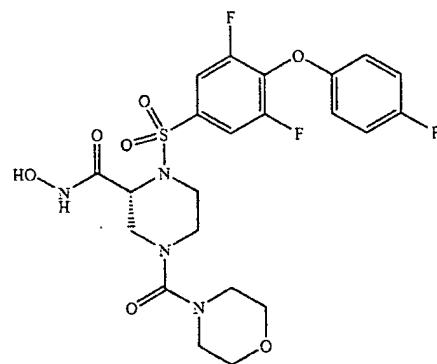
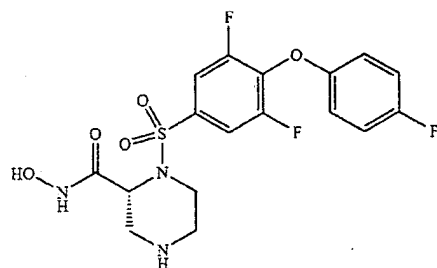
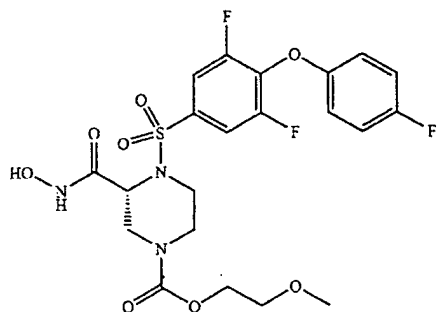
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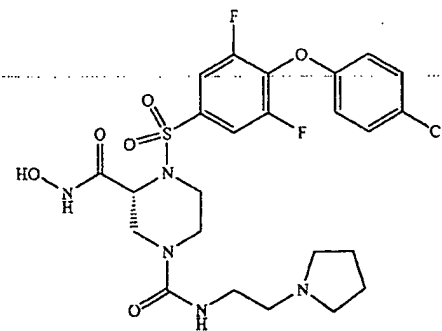
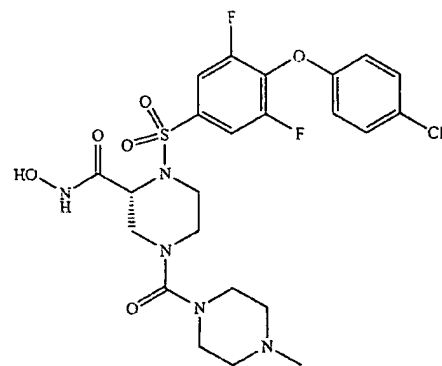
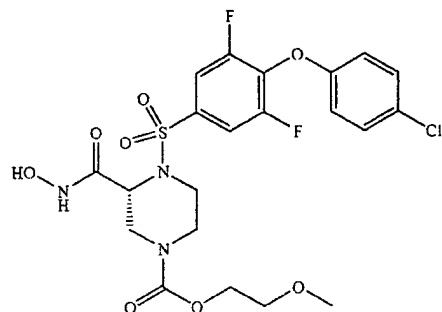
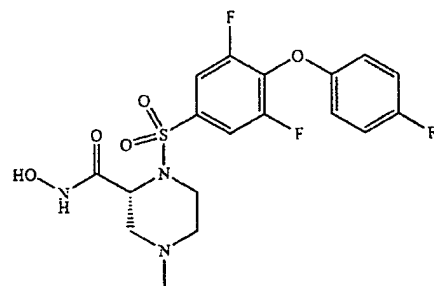
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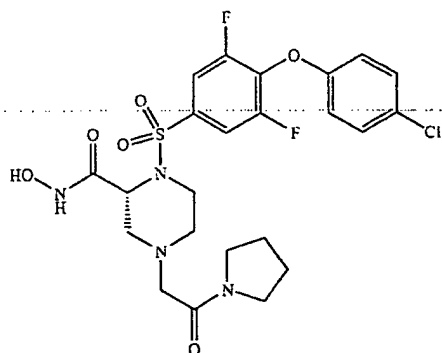
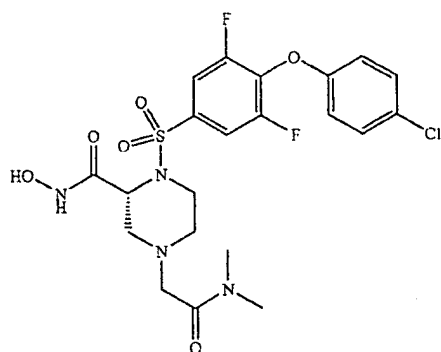
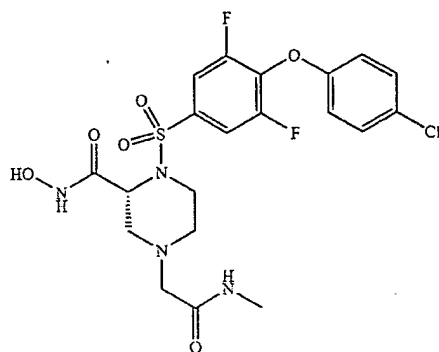
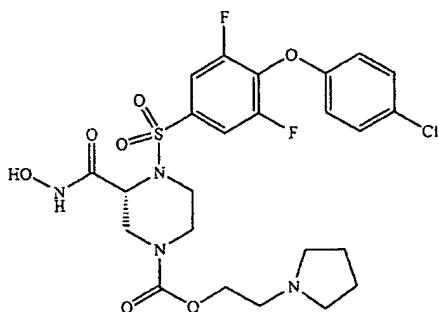
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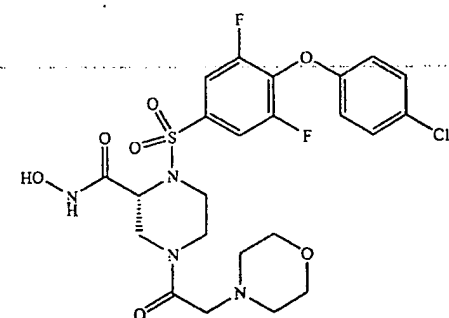
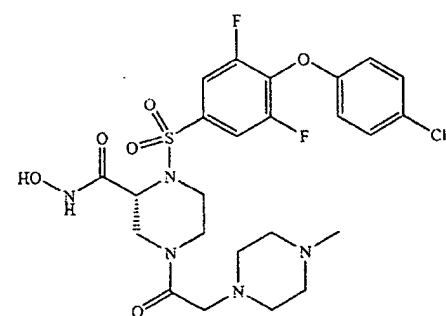
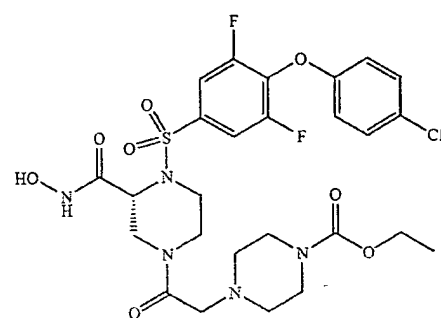
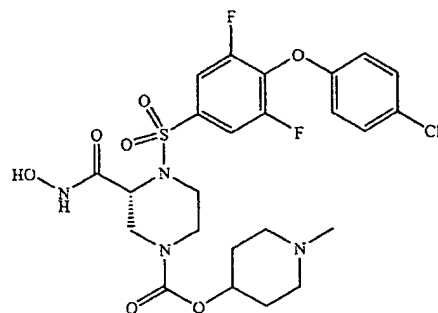
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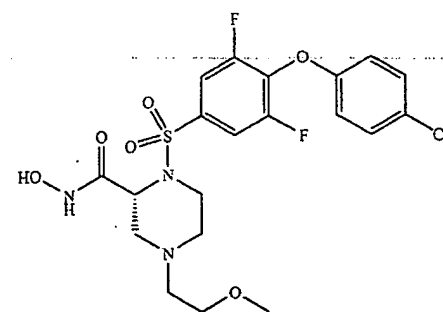
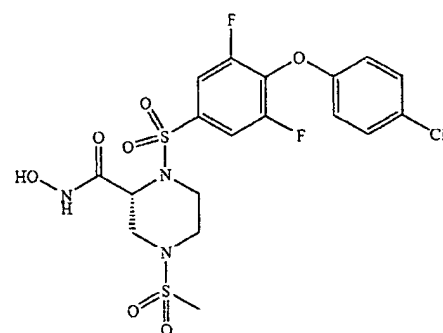
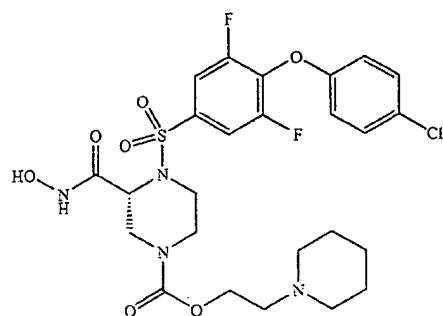
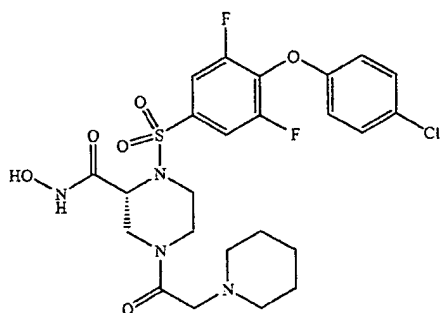
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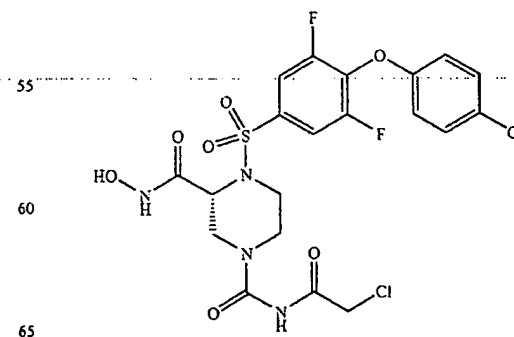
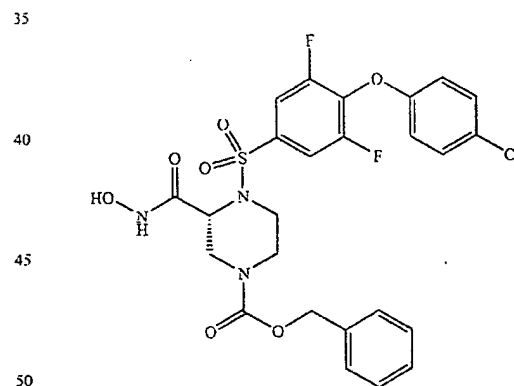
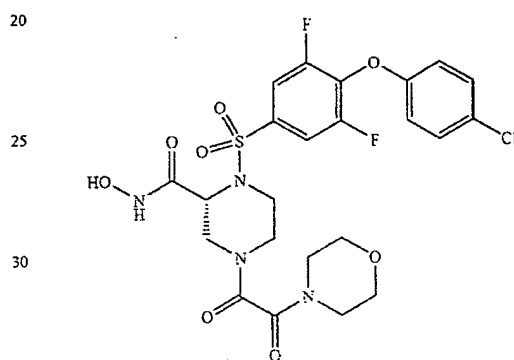
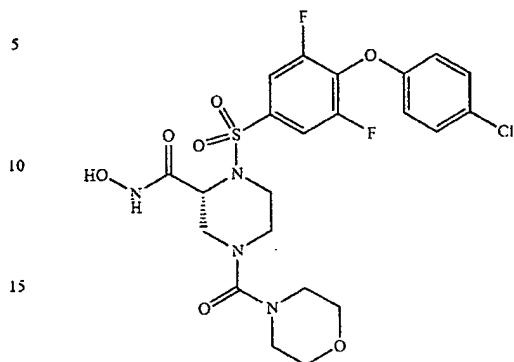
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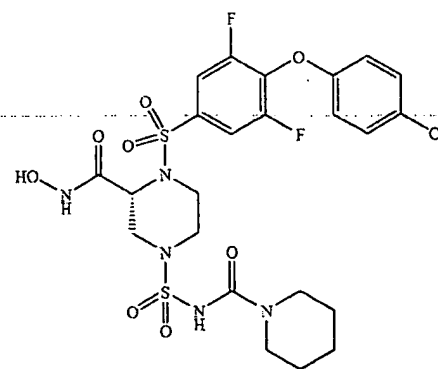
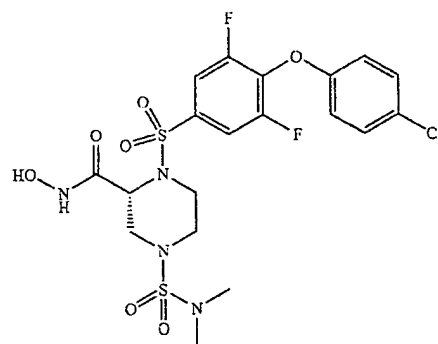
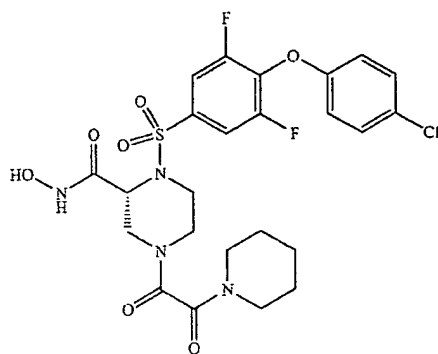
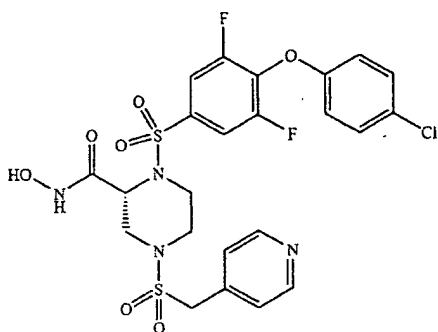
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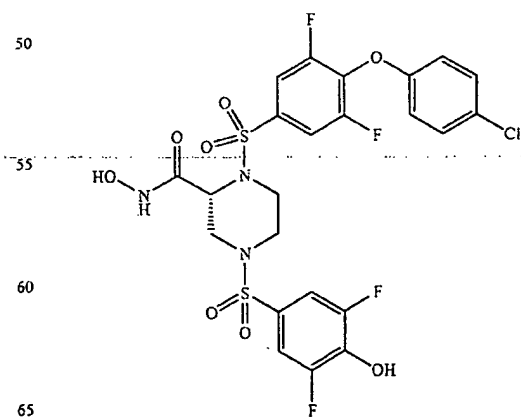
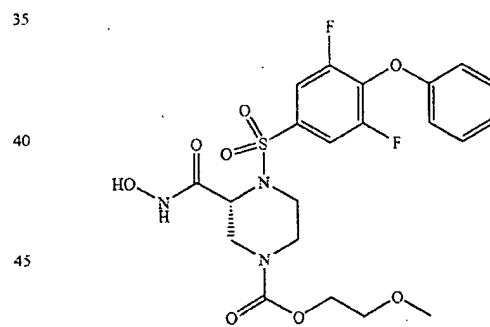
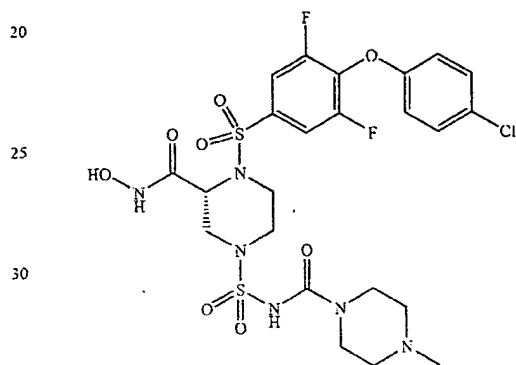
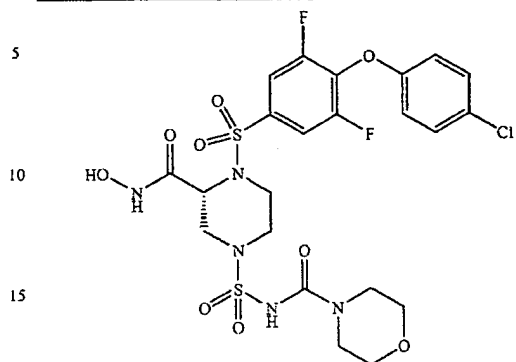
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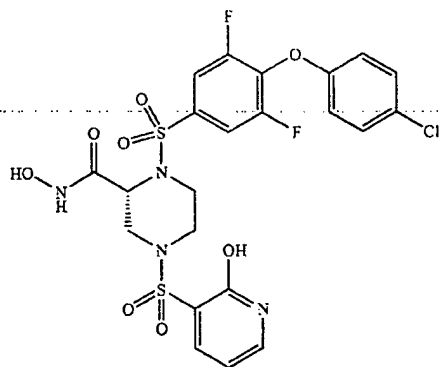
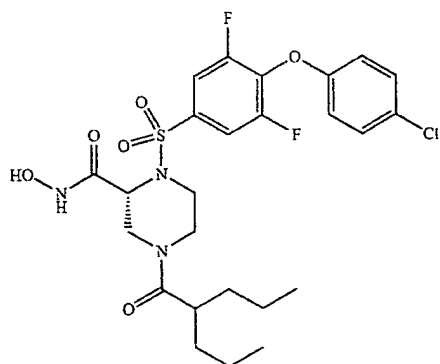
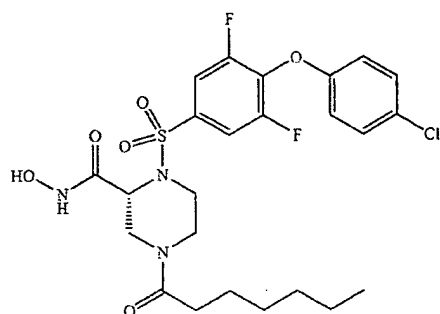
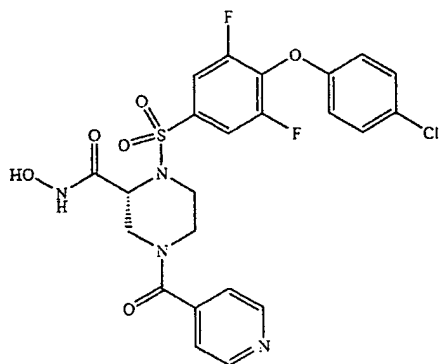
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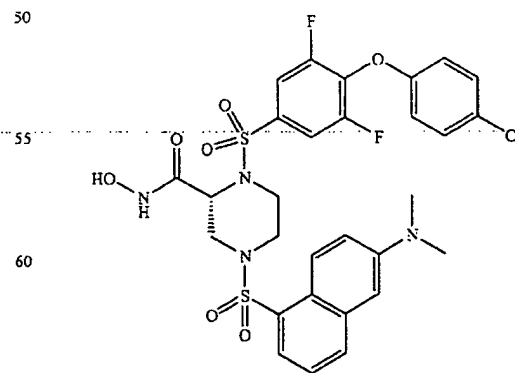
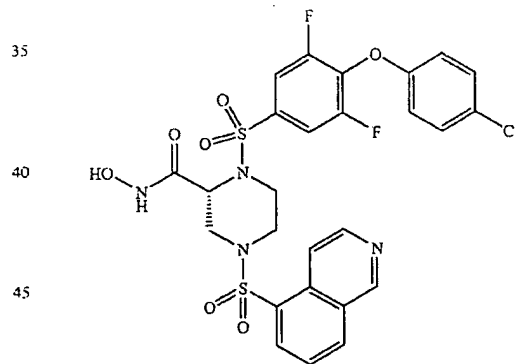
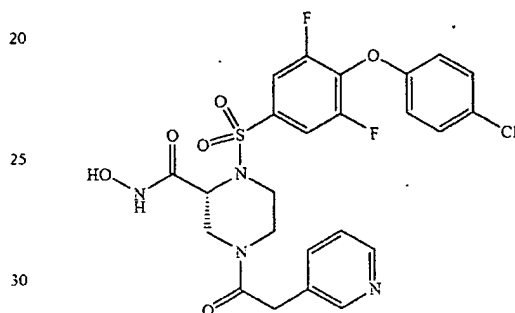
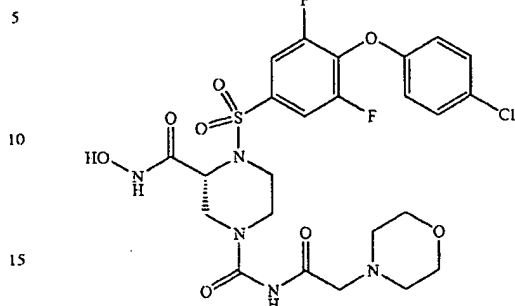
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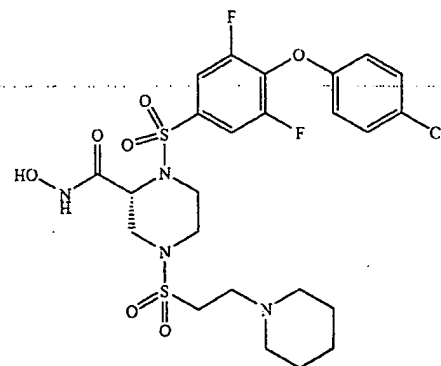
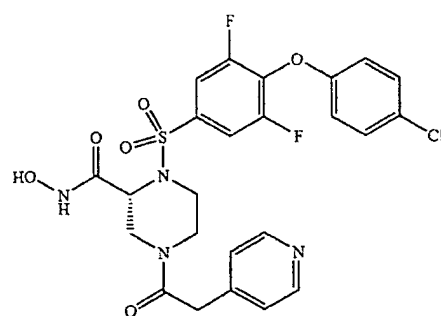
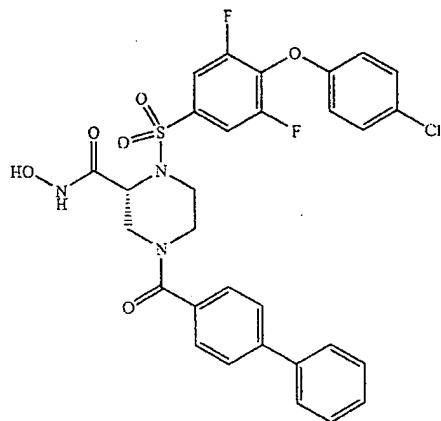
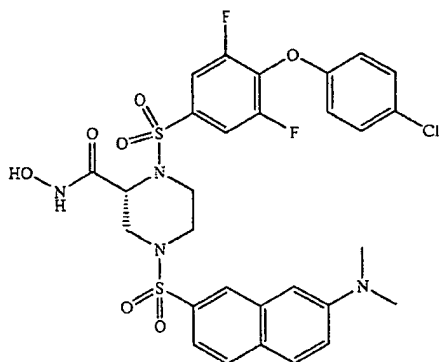
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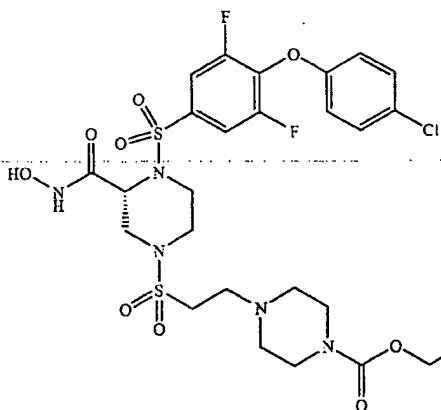
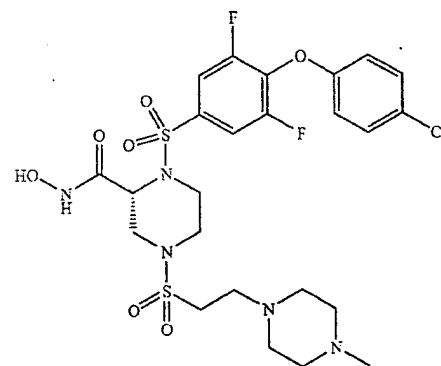
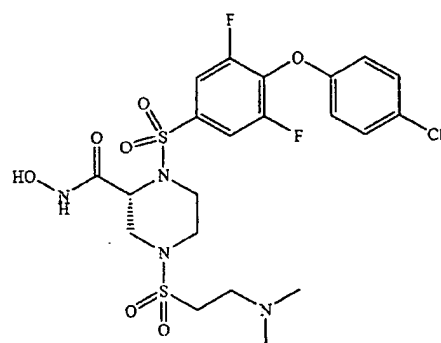
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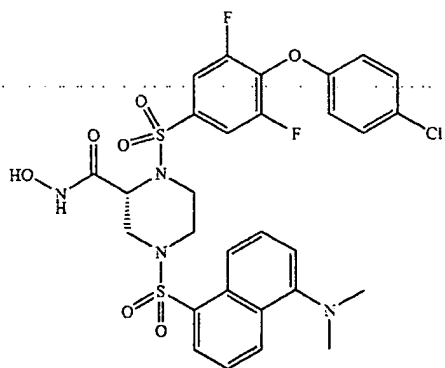
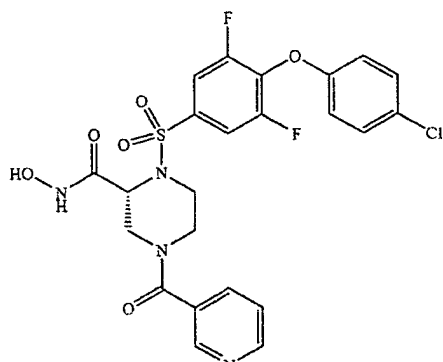
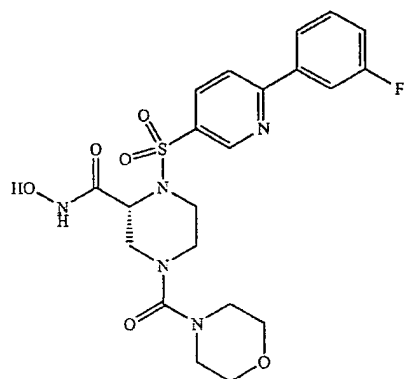
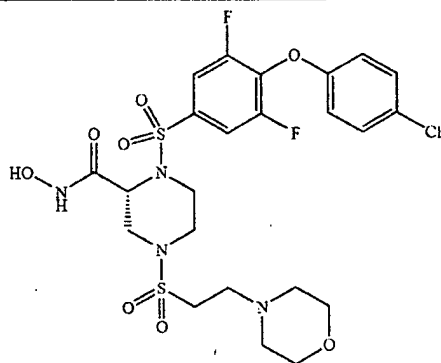
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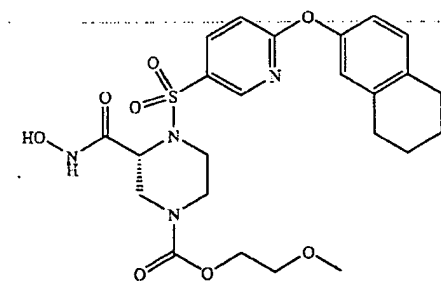
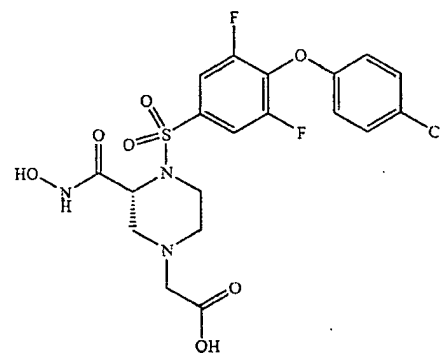
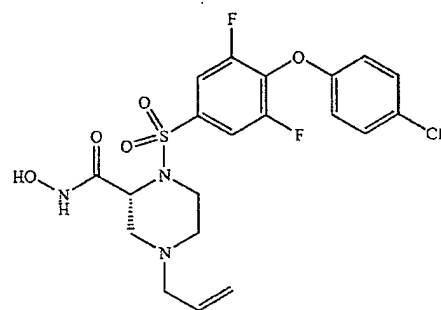
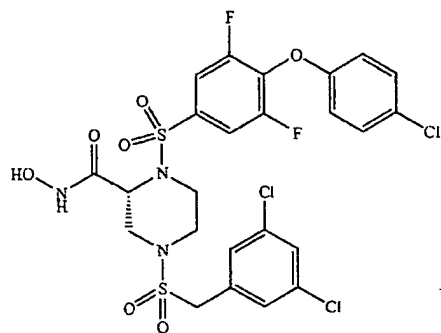
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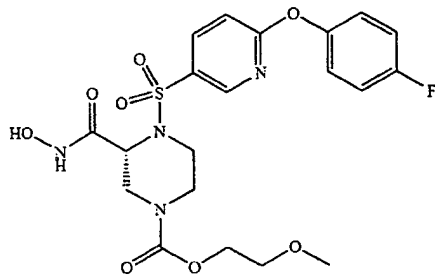
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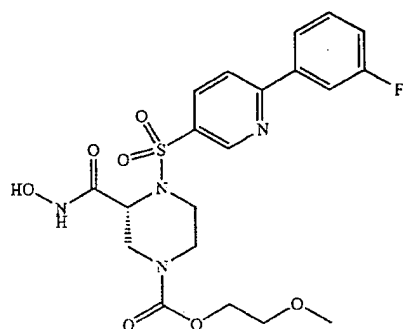
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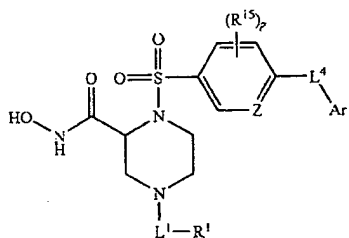


and



or a pharmaceutically acceptable salt of any of the above compounds.

10. A compound according to formula IV,



and pharmaceutically acceptable salts thereof wherein,

Z is $-\text{C}(\text{R}^{15})=$, $-\text{C}(\text{H})=$, or $-\text{N}=\text{}$;

Ar is aryl or heteroaryl, each optionally substituted;

R^{15} is fluoro;

p is 1, 2, or 3;

L^1 is $-\text{C}(\text{O})-$, $-\text{S}(\text{O})_2-$, or $-(\text{CH}_2)_n-$;

L^4 is nothing or $-\text{O}-$;

R^1 is $-\text{H}$, $-\text{OR}^{11}$, $-(\text{CH}_2)_n\text{R}^{11}$, $-\text{C}(\text{O})\text{R}^{11}$, or $-\text{NR}^{12}\text{R}^{13}$;

R^{11} , R^{12} , and R^{13} independently are

j) R^{50} ;

k) saturated or mono- or poly-unsaturated C_5 - C_{14} -mono- or fused poly-cyclic ring, optionally containing one or two annular heteroatoms per ring and optionally substituted with one or two R^{50} substituents;

l) C_1 - C_6 -alkyl, C_2 - C_6 -alkenyl, C_2 - C_6 -alkynyl, or $-\text{C}(\text{O})\text{H}$, each of which is optionally substituted

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with one, two or three substituents independently selected from R^{50} and saturated or mono- or poly-unsaturated C_5 - C_{14} -mono- or fused poly-cyclic ring, optionally containing one or two annular heteroatoms per ring and optionally substituted with one, two or three R^{50} substituents;

or R^{12} and R^{13} together with the N to which they are covalently bound, a C_5 - C_6 heterocycle optionally containing a second annular heteroatom and optionally substituted with one or two R^{50} substituents; and

R^{50} is R^{51} - L^3 -(CH_2) $_n$ -;

L^3 is $-\text{O}-$, $-\text{NH}-$, $-\text{S}(\text{O})_{0,2}-$, $-\text{C}(\text{O})-$, $-\text{C}(\text{O})\text{O}-$, $-\text{C}(\text{O})\text{NH}-$, $-\text{OC}(\text{O})-$, $-\text{NHC}(\text{O})-$, $-\text{C}_6\text{H}_4-$, or a direct bond;

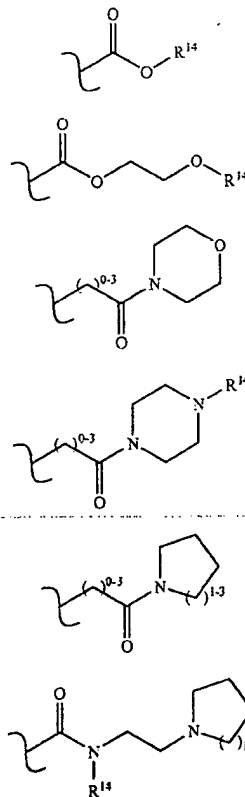
R^{51} is $-\text{H}$, C_1 - C_6 -alkyl, C_2 - C_6 -alkenyl, C_2 - C_6 -alkynyl, halo, $-\text{CF}_3$, $-\text{OCF}_3$, $-\text{OH}$, $-\text{NH}_2$, mono- C_1 - C_6 alkyl amino, di- C_1 - C_6 alkyl amino, $-\text{SH}$, $-\text{CO}_2\text{H}$, $-\text{CN}$, $-\text{NO}_2$, $-\text{SO}_3\text{H}$, or a saturated or mono- or poly-unsaturated C_5 - C_{14} -mono- or fused poly-cyclic ring, optionally containing one or two annular heteroatoms per ring and optionally substituted with one, two, or three substituents;

wherein n is 0, 1, 2, or 3;

provided that an O or S is not singly bonded to another O or S.

11. The compound according to claim 10, wherein $-\text{L}^1$ - R^1 is selected from:

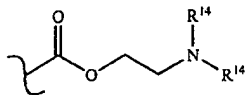
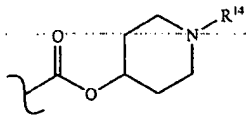
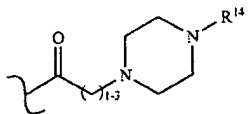
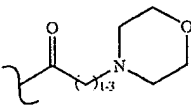
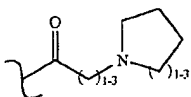
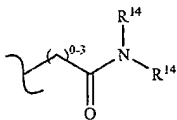
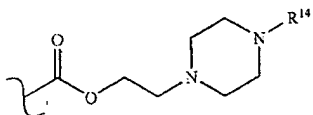
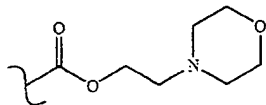
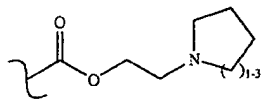
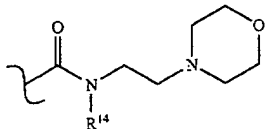
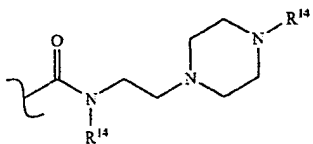
$-\text{R}^{14}$



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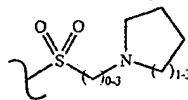
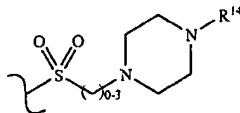
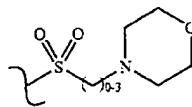
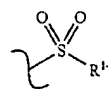
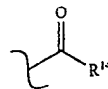
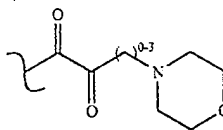
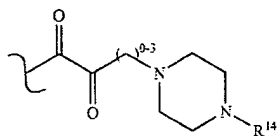
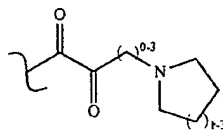
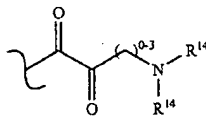
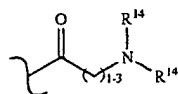
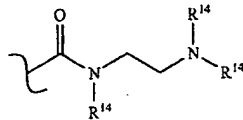
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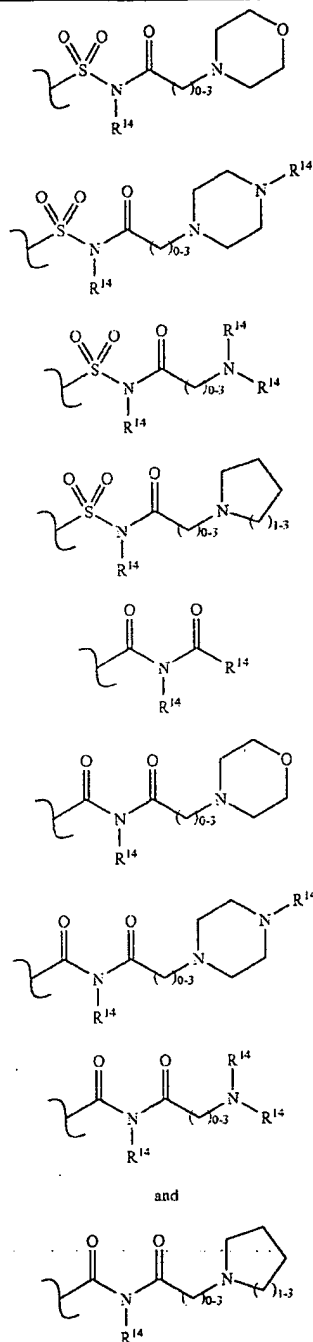
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wherein each R^{14} is independently selected from $-H$, $-(CH_2)_{1-3}CO_2H$, alkyl, alkoxy, alkenyl, aryl, heteroaryl, arylalkyl, and heteroarylalkyl.

12. The compound according to claim 11, wherein Z is $-C(R^{15})=$ or $-C(H)=$; L^4 is $-O-$; and p is at least one.

13. The compound according to claim 12, wherein Ar is selected from the group consisting of phenyl, biphenyl,

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naphthyl, tetrahydronaphthalene, chromen-2-one, dibenzofuran, pyryl, furyl, pyridyl, 1,2,4-thiadiazolyl, pyrimidyl, thienyl, isothiazolyl, imidazolyl, tetrazolyl, pyrazinyl, pyrimidyl, quinolyl, isoquinolyl, benzothienyl, isobenzofuryl, pyrazolyl, indolyl, purinyl, carbazolyl, benzimidazolyl, and isoxazolyl, each optionally substituted.

14. The compound according to claim 13, wherein Ar is phenyl, optionally substituted, with at least one halogen.

15. The compound according to claim 14, wherein p is at least two.

16. The compound according to claim 15, wherein $-L^1-R^1$ is $-C(=O)OR^{14}$ or $-(CH_2)_2OR^{14}$.

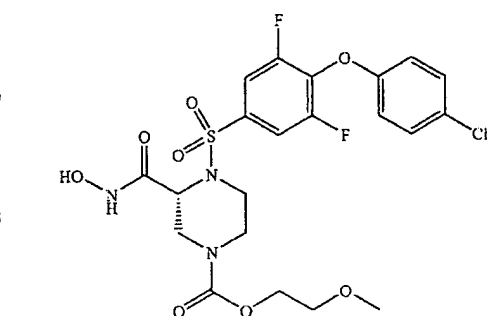
17. The compound according to claim 9, having the structure:

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18. The compound according to claim 11, wherein Z is $-N=$; and L^4 is $-O-$.

19. The compound according to claim 18, wherein Ar is selected from the group consisting of phenyl, biphenyl, naphthyl, tetrahydronaphthalene, chromen-2-one, dibenzofuran, pyryl, furyl, pyridyl, 1,2,4-thiadiazolyl, pyrimidyl, thienyl, isothiazolyl, imidazolyl, tetrazolyl, pyrazinyl, pyrimidyl, quinolyl, isoquinolyl, benzothienyl, isobenzofuryl, pyrazolyl, indolyl, purinyl, carbazolyl, benzimidazolyl, and isoxazolyl, each optionally substituted.

20. The compound according to claim 19, wherein Ar is optionally substituted tetrahydronaphthalene.

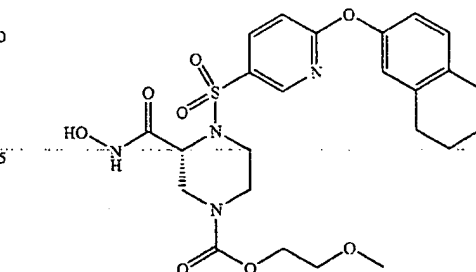
21. The compound according to claim 20, wherein $-L^1-R^1$ is $-C(=O)OR^{14}$ or $-(CH_2)_{2-3}OR^{14}$.

22. The compound according to claim 9, having the structure:

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23. The compound according to claim 11, wherein Z is $-N=$; and L^4 is nothing.

24. The compound according to claim 23, wherein Ar is selected from the group consisting of phenyl, biphenyl, naphthyl, tetrahydronaphthalene, chromen-2-one, dibenzofuran, pyryl, furyl, pyridyl, 1,2,4-thiadiazolyl, pyrimidyl, thie-

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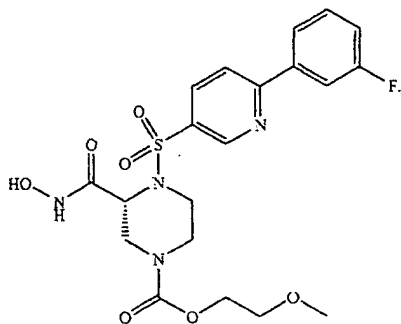
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nyl, isothiazolyl, imidazolyl, tetrazolyl, pyrazinyl, pyrimidyl, quinolyl, isoquinolyl, benzothienyl, isobenzofuryl, pyrazolyl, indolyl, purinyl, carbazolyl, benzimidazolyl, and isoxazolyl, each optionally substituted.

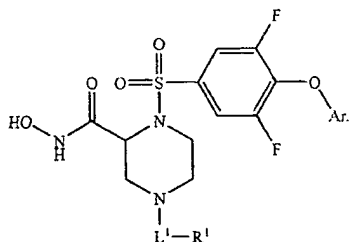
25. The compound according to claim 24, wherein Ar is optionally substituted phenyl.

26. The compound according to claim 25, wherein $-L^1-R^1$ is $-C(=O)OR^{14}$ or $-(CH_2)_{2-3}OR^{14}$.

27. The compound according to claim 9, having the structure:



28. The compound according to claim 11, of formula V,



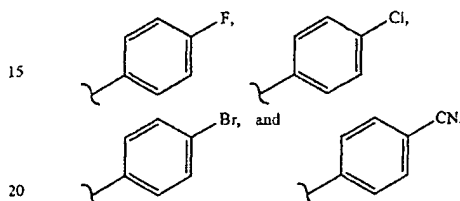
29. The compound according to claim 28, wherein Ar is selected from the group consisting of phenyl, biphenyl,

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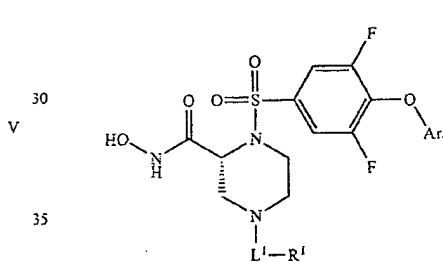
naphthyl, tetrahydronaphthalene, chromen-2-one, dibenzofuran, pyryl, furyl, pyridyl, 1,2,4-thiadiazolyl, pyrimidyl, thienyl, isothiazolyl, imidazolyl, tetrazolyl, pyrazinyl, pyrimidyl, quinolyl, isoquinolyl, benzothienyl, isobenzofuryl, pyrazolyl, indolyl, purinyl, carbazolyl, benzimidazolyl, and isoxazolyl, each optionally substituted.

30. The compound according to claim 29, wherein Ar is phenyl, optionally substituted, with at least one halogen.

31. The compound according to claim 29, wherein Ar is selected from,



32. The compound according to claim 30, wherein the absolute stereochemistry is according to formula VI,



33. The compound according to claim 32, wherein $-L^1-R^1$ is $-C(=O)OR^{14}$ or $-(CH_2)_{2-3}OR^{14}$.

34. A pharmaceutical composition comprising a compound as described in claim 1, and a pharmaceutically acceptable carrier.

* * * * *